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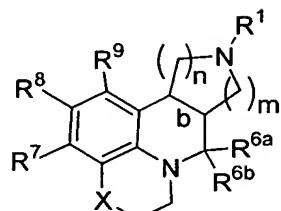
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CLAIMS

What is claimed is:

5 1. A compound of the formula (I):



(I)

or a stereoisomer or a pharmaceutically acceptable salt  
form thereof, wherein:

b is a single bond wherein the bridging hydrogens are  
either cis or trans;

15 X is a bond, -CH<sub>2</sub>-, -O-, -S-, -S(=O)-, -S(=O)<sub>2</sub>-, -NR<sup>10</sup>-,  
-CH<sub>2</sub>CH<sub>2</sub>-, -OCH<sub>2</sub>-, -SCH<sub>2</sub>-, -S(=O)CH<sub>2</sub>-, -S(=O)<sub>2</sub>CH<sub>2</sub>-,  
-CH<sub>2</sub>O-, -CH<sub>2</sub>S-, -CH<sub>2</sub>S(=O)-, -CH<sub>2</sub>S(=O)<sub>2</sub>-, -NR<sup>10</sup>CH<sub>2</sub>-,  
-CH<sub>2</sub>NR<sup>10</sup>-, -NHC(=O)-, or -C(=O)NH-;

20 R<sup>1</sup> is selected from

H,  
C(=O)R<sup>2</sup>,  
C(=O)OR<sup>2</sup>,  
C<sub>1-8</sub> alkyl,

25 C<sub>2-8</sub> alkenyl,  
C<sub>2-8</sub> alkynyl,  
C<sub>3-7</sub> cycloalkyl,  
C<sub>1-6</sub> alkyl substituted with Z,  
C<sub>2-6</sub> alkenyl substituted with Z,  
30 C<sub>2-6</sub> alkynyl substituted with Z,  
C<sub>3-6</sub> cycloalkyl substituted with Z,  
aryl substituted with Z,  
5-6 membered heterocyclic ring system containing at  
least one heteroatom selected from the group

consisting of N, O, and S, said heterocyclic ring  
system substituted with Z;  
C<sub>1-3</sub> alkyl substituted with Y,  
C<sub>2-3</sub> alkenyl substituted with Y,  
5 C<sub>2-3</sub> alkynyl substituted with Y,  
C<sub>1-6</sub> alkyl substituted with 0-2 R<sup>2</sup>,  
C<sub>2-6</sub> alkenyl substituted with 0-2 R<sup>2</sup>,  
C<sub>2-6</sub> alkynyl substituted with 0-2 R<sup>2</sup>,  
aryl substituted with 0-2 R<sup>2</sup>, and  
10 5-6 membered heterocyclic ring system containing at  
least one heteroatom selected from the group  
consisting of N, O, and S, said heterocyclic ring  
system substituted with 0-2 R<sup>2</sup>;

15 Y is selected from  
C<sub>3-6</sub> cycloalkyl substituted with Z,  
aryl substituted with Z,  
5-6 membered heterocyclic ring system containing at  
least one heteroatom selected from the group  
20 consisting of N, O, and S, said heterocyclic ring  
system substituted with Z;  
C<sub>3-6</sub> cycloalkyl substituted with -(C<sub>1-3</sub> alkyl)-Z,  
aryl substituted with -(C<sub>1-3</sub> alkyl)-Z, and  
5-6 membered heterocyclic ring system containing at  
25 least one heteroatom selected from the group  
consisting of N, O, and S, said heterocyclic ring  
system substituted with -(C<sub>1-3</sub> alkyl)-Z;

Z is selected from H,  
30 -CH(OH)R<sup>2</sup>,  
-C(ethylenedioxy)R<sup>2</sup>,  
-OR<sup>2</sup>,  
-SR<sup>2</sup>,  
-NR<sup>2</sup>R<sup>3</sup>,  
35 -C(O)R<sup>2</sup>,  
-C(O)NR<sup>2</sup>R<sup>3</sup>,  
-NR<sup>3</sup>C(O)R<sup>2</sup>,

-C(O)OR<sup>2</sup>,  
-OC(O)R<sup>2</sup>,  
-CH(=NR<sup>4</sup>)NR<sup>2</sup>R<sup>3</sup>,  
-NHC(=NR<sup>4</sup>)NR<sup>2</sup>R<sup>3</sup>,  
5 -S(O)R<sup>2</sup>,  
-S(O)<sub>2</sub>R<sup>2</sup>,  
-S(O)<sub>2</sub>NR<sup>2</sup>R<sup>3</sup>, and -NR<sup>3</sup>S(O)<sub>2</sub>R<sup>2</sup>;

R<sup>2</sup>, at each occurrence, is independently selected from  
10 halo,  
C<sub>1-3</sub> haloalkyl,  
C<sub>1-4</sub> alkyl,  
C<sub>2-4</sub> alkenyl,  
C<sub>2-4</sub> alkynyl,  
15 C<sub>3-6</sub> cycloalkyl,  
aryl substituted with 0-5 R<sup>42</sup>;  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>41</sup>, and  
5-10 membered heterocyclic ring system containing from  
20 1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>41</sup>;

R<sup>3</sup>, at each occurrence, is independently selected from  
H, C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, C<sub>2-4</sub> alkynyl, and  
25 C<sub>1-4</sub> alkoxy;

alternatively, R<sup>2</sup> and R<sup>3</sup> join to form a 5- or 6-membered  
ring optionally substituted with -O- or -N(R<sup>4</sup>)-;

30 R<sup>4</sup>, at each occurrence, is independently selected from H  
and C<sub>1-4</sub> alkyl;

R<sup>6a</sup> is H or C<sub>1-4</sub> alkyl;

35 R<sup>6b</sup> is H;

alternatively, R<sup>6a</sup> and R<sup>6b</sup> are taken together to form =O or =S;

R<sup>7</sup> and R<sup>9</sup>, at each occurrence, are independently selected  
5 from

H, halo, -CF<sub>3</sub>, -OCF<sub>3</sub>, -OH, -CN, -NO<sub>2</sub>, -NR<sup>46</sup>R<sup>47</sup>,  
C<sub>1-8</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>1-4</sub> haloalkyl,  
C<sub>1-8</sub> alkoxy, (C<sub>1-4</sub> haloalkyl)oxy,  
C<sub>3-10</sub> cycloalkyl substituted with 0-2 R<sup>33</sup>,  
10 C<sub>1-4</sub> alkyl substituted with 0-2 R<sup>11</sup>,  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>,  
15 5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

OR<sup>12</sup>, SR<sup>12</sup>, NR<sup>12</sup>R<sup>13</sup>, C(O)H, C(O)R<sup>12</sup>, C(O)NR<sup>12</sup>R<sup>13</sup>,  
NR<sup>14</sup>C(O)R<sup>12</sup>, C(O)OR<sup>12</sup>, OC(O)R<sup>12</sup>, OC(O)OR<sup>12</sup>,  
20 CH(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, NHC(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, S(O)R<sup>12</sup>, S(O)<sub>2</sub>R<sup>12</sup>,  
S(O)NR<sup>12</sup>R<sup>13</sup>, S(O)<sub>2</sub>NR<sup>12</sup>R<sup>13</sup>, NR<sup>14</sup>S(O)R<sup>12</sup>, NR<sup>14</sup>S(O)<sub>2</sub>R<sup>12</sup>,  
NR<sup>12</sup>C(O)R<sup>15</sup>, NR<sup>12</sup>C(O)OR<sup>15</sup>, NR<sup>12</sup>S(O)<sub>2</sub>R<sup>15</sup>, and  
NR<sup>12</sup>C(O)NHR<sup>15</sup>;

25 R<sup>8</sup> is selected from

H, halo, -CF<sub>3</sub>, -OCF<sub>3</sub>, -OH, -CN, -NO<sub>2</sub>,  
C<sub>1-8</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>1-4</sub> haloalkyl,  
C<sub>1-8</sub> alkoxy, (C<sub>1-4</sub> haloalkyl)oxy,  
C<sub>3-10</sub> cycloalkyl substituted with 0-2 R<sup>33</sup>,  
30 C<sub>1-4</sub> alkyl substituted with 0-2 R<sup>11</sup>,  
C<sub>2-4</sub> alkenyl substituted with 0-2 R<sup>11</sup>,  
C<sub>2-4</sub> alkynyl substituted with 0-1 R<sup>11</sup>,  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>,  
35 5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group

consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

5 OR<sup>12</sup>, SR<sup>12</sup>, NR<sup>12</sup>R<sup>13</sup>, C(O)H, C(O)R<sup>12</sup>, C(O)NR<sup>12</sup>R<sup>13</sup>,  
NR<sup>14</sup>C(O)R<sup>12</sup>, C(O)OR<sup>12</sup>, OC(O)R<sup>12</sup>, OC(O)OR<sup>12</sup>,  
CH(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, NHC(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, S(O)R<sup>12</sup>, S(O)<sub>2</sub>R<sup>12</sup>,  
S(O)NR<sup>12</sup>R<sup>13</sup>, S(O)<sub>2</sub>NR<sup>12</sup>R<sup>13</sup>, NR<sup>14</sup>S(O)R<sup>12</sup>, NR<sup>14</sup>S(O)<sub>2</sub>R<sup>12</sup>,  
NR<sup>12</sup>C(O)R<sup>15</sup>, NR<sup>12</sup>C(O)OR<sup>15</sup>, NR<sup>12</sup>S(O)<sub>2</sub>R<sup>15</sup>, and  
NR<sup>12</sup>C(O)NHR<sup>15</sup>;

10

R<sup>10</sup> is selected from H,  
C<sub>1-4</sub> alkyl substituted with 0-2 R<sup>10A</sup>,  
C<sub>2-4</sub> alkenyl substituted with 0-2 R<sup>10A</sup>,  
C<sub>2-4</sub> alkynyl substituted with 0-1 R<sup>10A</sup>, and  
15 C<sub>1-4</sub> alkoxy;

R<sup>10A</sup> is selected from  
C<sub>1-4</sub> alkoxy,  
C<sub>3-6</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>,  
20 phenyl substituted with 0-3 R<sup>33</sup>, and  
5-6 membered heterocyclic ring system containing 1, 2,  
or 3 heteroatoms selected from the group  
consisting of N, O, and S; substituted with 0-2  
R<sup>44</sup>;

25

R<sup>11</sup> is selected from  
H, halo, -CF<sub>3</sub>, -CN, -NO<sub>2</sub>,  
C<sub>1-8</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>1-4</sub> haloalkyl,  
C<sub>1-8</sub> alkoxy, C<sub>3-10</sub> cycloalkyl,  
30 C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>,  
5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

OR<sup>12</sup>, SR<sup>12</sup>, NR<sup>12</sup>R<sup>13</sup>, C(O)H, C(O)R<sup>12</sup>, C(O)NR<sup>12</sup>R<sup>13</sup>,  
NR<sup>14</sup>C(O)R<sup>12</sup>, C(O)OR<sup>12</sup>, OC(O)R<sup>12</sup>, OC(O)OR<sup>12</sup>,  
CH(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, NHC(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, S(O)R<sup>12</sup>, S(O)<sub>2</sub>R<sup>12</sup>,  
S(O)NR<sup>12</sup>R<sup>13</sup>, S(O)<sub>2</sub>NR<sup>12</sup>R<sup>13</sup>, NR<sup>14</sup>S(O)R<sup>12</sup>, NR<sup>14</sup>S(O)<sub>2</sub>R<sup>12</sup>,  
5 NR<sup>12</sup>C(O)R<sup>15</sup>, NR<sup>12</sup>C(O)OR<sup>15</sup>, NR<sup>12</sup>S(O)<sub>2</sub>R<sup>15</sup>, and  
NR<sup>12</sup>C(O)NHR<sup>15</sup>;

R<sup>12</sup>, at each occurrence, is independently selected from  
C<sub>1-4</sub> alkyl substituted with 0-1 R<sup>12a</sup>,  
10 C<sub>2-4</sub> alkenyl substituted with 0-1 R<sup>12a</sup>,  
C<sub>2-4</sub> alkynyl substituted with 0-1 R<sup>12a</sup>,  
C<sub>3-6</sub> cycloalkyl substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>;  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>, and  
15 5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

20 R<sup>12a</sup>, at each occurrence, is independently selected from  
phenyl substituted with 0-5 R<sup>33</sup>;  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>, and  
5-10 membered heterocyclic ring system containing from  
25 1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

30 R<sup>13</sup>, at each occurrence, is independently selected from  
H, C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, and C<sub>2-4</sub> alkynyl;  
alternatively, R<sup>12</sup> and R<sup>13</sup> join to form a 5- or 6-membered  
ring optionally substituted with -O- or -N(R<sup>14</sup>)-;

35 alternatively, R<sup>12</sup> and R<sup>13</sup> when attached to N may be  
combined to form a 9- or 10-membered bicyclic  
heterocyclic ring system containing from 1-3  
heteroatoms selected from the group consisting of N,

O, and S, wherein said bicyclic heterocyclic ring system is unsaturated or partially saturated, wherein said bicyclic heterocyclic ring system is substituted with 0-3 R<sup>16</sup>;

5

R<sup>14</sup>, at each occurrence, is independently selected from H and C<sub>1-4</sub> alkyl;

R<sup>15</sup>, at each occurrence, is independently selected from

10 H, C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, and C<sub>2-4</sub> alkynyl;

R<sup>16</sup>, at each occurrence, is independently selected from H, OH, halo, CN, NO<sub>2</sub>, CF<sub>3</sub>, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, -C(=O)H, C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, C<sub>2-4</sub> alkynyl, C<sub>1-4</sub> haloalkyl,  
15 C<sub>1-3</sub> haloalkyl-oxy-, C<sub>1-3</sub> alkyloxy-, and =O;

R<sup>31</sup>, at each occurrence, is independently selected from H, OH, halo, CF<sub>3</sub>, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, C<sub>1-4</sub> alkyl, and =O;

20 R<sup>33</sup>, at each occurrence, is independently selected from H, OH, halo, CN, NO<sub>2</sub>, CF<sub>3</sub>, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, -C(=O)H, =O, phenyl, C<sub>1-6</sub> alkyl, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl, C<sub>3-6</sub> cycloalkyl, C<sub>1-4</sub> haloalkyl, C<sub>1-4</sub> haloalkyl-oxy-, C<sub>1-4</sub> alkyloxy-, C<sub>1-4</sub> alkylthio-, C<sub>1-4</sub> alkyl-C(=O)-, C<sub>1-4</sub> alkyl-C(=O)NH-, C<sub>1-4</sub> alkyl-OC(=O)-, C<sub>1-4</sub> alkyl-C(=O)O-, C<sub>3-6</sub> cycloalkyl-oxy-, C<sub>3-6</sub> cycloalkylmethyl-oxy-; C<sub>1-6</sub> alkyl substituted with OH, methoxy, ethoxy, propoxy, butoxy, -SO<sub>2</sub>R<sup>45</sup>, -NR<sup>46</sup>R<sup>47</sup>, NR<sup>46</sup>R<sup>47</sup>C(=O)-, or (C<sub>1-4</sub> alkyl)CO<sub>2</sub>-; and  
25 C<sub>2-6</sub> alkenyl substituted with OH, methoxy, ethoxy, propoxy, butoxy, -SO<sub>2</sub>R<sup>45</sup>, -NR<sup>46</sup>R<sup>47</sup>, NR<sup>46</sup>R<sup>47</sup>C(=O)-, or (C<sub>1-4</sub> alkyl)CO<sub>2</sub>-;  
30 C<sub>3-6</sub> cycloalkyl substituted with OH, methoxy, ethoxy, propoxy, butoxy, -SO<sub>2</sub>R<sup>45</sup>, -NR<sup>46</sup>R<sup>47</sup>, NR<sup>46</sup>R<sup>47</sup>C(=O)-, or (C<sub>1-4</sub> alkyl)CO<sub>2</sub>-;  
35 R<sup>41</sup>, at each occurrence, is independently selected from H, CF<sub>3</sub>, halo, OH, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, NO<sub>2</sub>, CN, =O; C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl

C<sub>1-4</sub> alkyl substituted with 0-1 R<sup>43</sup>,  
aryl substituted with 0-3 R<sup>42</sup>, and  
5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
5 consisting of N, O, and S substituted with 0-3  
R<sup>44</sup>;

R<sup>42</sup>, at each occurrence, is independently selected from  
H, CF<sub>3</sub>, halo, OH, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, SOR<sup>45</sup>, SR<sup>45</sup>, NR<sup>46</sup>SO<sub>2</sub>R<sup>45</sup>,  
10 NR<sup>46</sup>COR<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, NO<sub>2</sub>, CN, CH(=NH)NH<sub>2</sub>,  
NHC(=NH)NH<sub>2</sub>,

C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl,  
C<sub>3-6</sub> cycloalkyl,  
15 C<sub>1-4</sub> alkyl substituted with 0-1 R<sup>43</sup>,  
aryl substituted with 0-3 R<sup>44</sup>, and  
5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
15 consisting of N, O, and S substituted with 0-3  
R<sup>44</sup>;

20 R<sup>43</sup> is C<sub>3-6</sub> cycloalkyl or aryl substituted with 0-3 R<sup>44</sup>;

R<sup>44</sup>, at each occurrence, is independently selected from H,  
halo, -OH, NR<sup>46</sup>R<sup>47</sup>, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, -CF<sub>3</sub>, -OCF<sub>3</sub>, -CN, -  
25 NO<sub>2</sub>, C<sub>1-4</sub> alkyl, and C<sub>1-4</sub> alkoxy;

R<sup>45</sup> is C<sub>1-4</sub> alkyl;

30 R<sup>46</sup>, at each occurrence, is independently selected from H  
and C<sub>1-4</sub> alkyl;

R<sup>47</sup>, at each occurrence, is independently selected from H,  
C<sub>1-4</sub> alkyl, -C(=O)NH(C<sub>1-4</sub> alkyl), -SO<sub>2</sub>(C<sub>1-4</sub> alkyl),  
-C(=O)O(C<sub>1-4</sub> alkyl), -C(=O)(C<sub>1-4</sub> alkyl), and -C(=O)H;  
35 n is 1 or 2;  
m is 1 or 2; and

n plus m is 2, 3, or 4;

provided when n is 1, m is 2, and R<sup>7</sup>, R<sup>8</sup>, and R<sup>9</sup> are independently selected from H, halogen, C<sub>1-4</sub> alkyl, C<sub>1-4</sub>

5 alkoxy, C<sub>1-4</sub> alkylthio or trifluoromethyl; then X is not a bond.

2. A compound of Claim 1 wherein:

10 X is a bond, -CH<sub>2</sub>-, -O-, -S-, -S(=O)-, -S(=O)<sub>2</sub>-, -NR<sup>10</sup>-,  
-CH<sub>2</sub>CH<sub>2</sub>-, -OCH<sub>2</sub>-, -SCH<sub>2</sub>-, -CH<sub>2</sub>O-, -CH<sub>2</sub>S-, -NR<sup>10</sup>CH<sub>2</sub>-, or  
-CH<sub>2</sub>NR<sup>10</sup>;

R<sup>1</sup> is selected from

15 H,  
C(=O)R<sup>2</sup>,  
C(=O)OR<sup>2</sup>,  
C<sub>1-8</sub> alkyl,  
C<sub>2-8</sub> alkenyl,  
20 C<sub>2-8</sub> alkynyl,  
C<sub>3-7</sub> cycloalkyl,  
C<sub>1-6</sub> alkyl substituted with 0-2 R<sup>2</sup>,  
C<sub>2-6</sub> alkenyl substituted with 0-2 R<sup>2</sup>,  
C<sub>2-6</sub> alkynyl substituted with 0-2 R<sup>2</sup>,  
25 aryl substituted with 0-2 R<sup>2</sup>, and  
5-6 membered heterocyclic ring system containing at least one heteroatom selected from the group consisting of N, O, and S, said heterocyclic ring system substituted with 0-2 R<sup>2</sup>;

30 R<sup>2</sup>, at each occurrence, is independently selected from

F, Cl, CH<sub>2</sub>F, CHF<sub>2</sub>, CF<sub>3</sub>,

C<sub>1-4</sub> alkyl,

C<sub>2-4</sub> alkenyl,

35 C<sub>2-4</sub> alkynyl,

C<sub>3-6</sub> cycloalkyl,

phenyl substituted with 0-5 R<sup>42</sup>;

C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>41</sup>, and  
5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
5 R<sup>41</sup>;

R<sup>6a</sup> is H or C<sub>1-4</sub> alkyl;

R<sup>6b</sup> is H;

10 alternatively, R<sup>6a</sup> and R<sup>6b</sup> are taken together to form =O or  
=S;

15 R<sup>7</sup> and R<sup>9</sup>, at each occurrence, are independently selected  
from

H, halo, -CF<sub>3</sub>, -OCF<sub>3</sub>, -OH, -CN, -NO<sub>2</sub>, -NR<sup>46</sup>R<sup>47</sup>,  
C<sub>1-8</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>1-4</sub> haloalkyl,  
C<sub>1-8</sub> alkoxy, (C<sub>1-4</sub> haloalkyl)oxy,

20 C<sub>3-10</sub> cycloalkyl substituted with 0-2 R<sup>33</sup>,

C<sub>1-4</sub> alkyl substituted with 0-2 R<sup>11</sup>,

25 C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>,

5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
25 consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

30 OR<sup>12</sup>, SR<sup>12</sup>, NR<sup>12</sup>R<sup>13</sup>, C(O)H, C(O)R<sup>12</sup>, C(O)NR<sup>12</sup>R<sup>13</sup>,

NR<sup>14</sup>C(O)R<sup>12</sup>, C(O)OR<sup>12</sup>, OC(O)R<sup>12</sup>, OC(O)OR<sup>12</sup>,

CH(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, NHC(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, S(O)R<sup>12</sup>, S(O)<sub>2</sub>R<sup>12</sup>,

S(O)NR<sup>12</sup>R<sup>13</sup>, S(O)<sub>2</sub>NR<sup>12</sup>R<sup>13</sup>, NR<sup>14</sup>S(O)R<sup>12</sup>, NR<sup>14</sup>S(O)<sub>2</sub>R<sup>12</sup>,

NR<sup>12</sup>C(O)R<sup>15</sup>, NR<sup>12</sup>C(O)OR<sup>15</sup>, NR<sup>12</sup>S(O)<sub>2</sub>R<sup>15</sup>, and

NR<sup>12</sup>C(O)NHR<sup>15</sup>;

35 R<sup>8</sup> is selected from

H, halo, -CF<sub>3</sub>, -OCF<sub>3</sub>, -OH, -CN, -NO<sub>2</sub>,

C<sub>1-8</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>1-4</sub> haloalkyl,  
C<sub>1-8</sub> alkoxy, (C<sub>1-4</sub> haloalkyl)oxy,  
C<sub>3-10</sub> cycloalkyl substituted with 0-2 R<sup>33</sup>,  
C<sub>1-4</sub> alkyl substituted with 0-2 R<sup>11</sup>,  
5 C<sub>2-4</sub> alkenyl substituted with 0-2 R<sup>11</sup>,  
C<sub>2-4</sub> alkynyl substituted with 0-1 R<sup>11</sup>,  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>,  
5-10 membered heterocyclic ring system containing from  
10 1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

OR<sup>12</sup>, SR<sup>12</sup>, NR<sup>12</sup>R<sup>13</sup>, C(O)H, C(O)R<sup>12</sup>, C(O)NR<sup>12</sup>R<sup>13</sup>,  
15 NR<sup>14</sup>C(O)R<sup>12</sup>, C(O)OR<sup>12</sup>, OC(O)R<sup>12</sup>, OC(O)OR<sup>12</sup>,  
CH(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, NHC(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, S(O)R<sup>12</sup>, S(O)<sub>2</sub>R<sup>12</sup>,  
S(O)NR<sup>12</sup>R<sup>13</sup>, S(O)<sub>2</sub>NR<sup>12</sup>R<sup>13</sup>, NR<sup>14</sup>S(O)R<sup>12</sup>, NR<sup>14</sup>S(O)<sub>2</sub>R<sup>12</sup>,  
NR<sup>12</sup>C(O)R<sup>15</sup>, NR<sup>12</sup>C(O)OR<sup>15</sup>, NR<sup>12</sup>S(O)<sub>2</sub>R<sup>15</sup>, and  
NR<sup>12</sup>C(O)NHR<sup>15</sup>;

20 R<sup>10</sup> is selected from H, C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, C<sub>2-4</sub> alkynyl, and C<sub>1-4</sub> alkoxy;

R<sup>11</sup> is selected from  
25 H, halo, -CF<sub>3</sub>, -CN, -NO<sub>2</sub>,  
C<sub>1-8</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>1-4</sub> haloalkyl,  
C<sub>1-8</sub> alkoxy, C<sub>3-10</sub> cycloalkyl,  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>,  
30 5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

35 OR<sup>12</sup>, SR<sup>12</sup>, NR<sup>12</sup>R<sup>13</sup>, C(O)H, C(O)R<sup>12</sup>, C(O)NR<sup>12</sup>R<sup>13</sup>,  
NR<sup>14</sup>C(O)R<sup>12</sup>, C(O)OR<sup>12</sup>, OC(O)R<sup>12</sup>, OC(O)OR<sup>12</sup>,  
CH(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, NHC(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, S(O)R<sup>12</sup>, S(O)<sub>2</sub>R<sup>12</sup>,

S(O)NR<sup>12</sup>R<sup>13</sup>, S(O)<sub>2</sub>NR<sup>12</sup>R<sup>13</sup>, NR<sup>14</sup>S(O)R<sup>12</sup>, NR<sup>14</sup>S(O)<sub>2</sub>R<sup>12</sup>,  
NR<sup>12</sup>C(O)R<sup>15</sup>, NR<sup>12</sup>C(O)OR<sup>15</sup>, NR<sup>12</sup>S(O)<sub>2</sub>R<sup>15</sup>, and  
NR<sup>12</sup>C(O)NHR<sup>15</sup>;

- 5 R<sup>12</sup>, at each occurrence, is independently selected from  
C<sub>1-4</sub> alkyl substituted with 0-1 R<sup>12a</sup>,  
C<sub>2-4</sub> alkenyl substituted with 0-1 R<sup>12a</sup>,  
C<sub>2-4</sub> alkynyl substituted with 0-1 R<sup>12a</sup>,  
C<sub>3-6</sub> cycloalkyl substituted with 0-3 R<sup>33</sup>,  
10 aryl substituted with 0-5 R<sup>33</sup>;  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>, and  
5-10 membered heterocyclic ring system containing from  
15 1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;
- 20 R<sup>12a</sup>, at each occurrence, is independently selected from  
phenyl substituted with 0-5 R<sup>33</sup>;  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>, and  
25 5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;
- 30 R<sup>13</sup>, at each occurrence, is independently selected from  
H, C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, and C<sub>2-4</sub> alkynyl;  
alternatively, R<sup>12</sup> and R<sup>13</sup> join to form a 5- or 6-membered  
ring optionally substituted with -O- or -N(R<sup>14</sup>)-;
- 35 alternatively, R<sup>12</sup> and R<sup>13</sup> when attached to N may be  
combined to form a 9- or 10-membered bicyclic  
heterocyclic ring system containing from 1-3  
heteroatoms selected from the group consisting of N,  
O, and S, wherein said bicyclic heterocyclic ring  
system is unsaturated or partially saturated, wherein

5        said bicyclic heterocyclic ring system is substituted  
with 0-3 R<sup>16</sup>;

10      R<sup>14</sup>, at each occurrence, is independently selected from H  
and C<sub>1-4</sub> alkyl;

15      R<sup>15</sup>, at each occurrence, is independently selected from  
H, C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, and C<sub>2-4</sub> alkynyl;

20      R<sup>16</sup>, at each occurrence, is independently selected from  
H, OH, halo, CN, NO<sub>2</sub>, CF<sub>3</sub>, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, -C(=O)H,  
C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, C<sub>2-4</sub> alkynyl, C<sub>1-4</sub> haloalkyl,  
C<sub>1-3</sub> haloalkyl-oxy-, C<sub>1-3</sub> alkyloxy-, and =O;

25      R<sup>31</sup>, at each occurrence, is independently selected from  
H, OH, halo, CF<sub>3</sub>, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, C<sub>1-4</sub> alkyl, and =O;

30      R<sup>33</sup>, at each occurrence, is independently selected from  
H, OH, halo, CN, NO<sub>2</sub>, CF<sub>3</sub>, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, -C(=O)H,  
=O, phenyl, C<sub>1-6</sub> alkyl, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl,  
C<sub>3-6</sub> cycloalkyl, C<sub>1-4</sub> haloalkyl, C<sub>1-4</sub> haloalkyl-oxy-,  
C<sub>1-4</sub> alkyloxy-, C<sub>1-4</sub> alkylthio-, C<sub>1-4</sub> alkyl-C(=O)-,  
C<sub>1-4</sub> alkyl-C(=O)NH-, C<sub>1-4</sub> alkyl-OC(=O)-,  
C<sub>1-4</sub> alkyl-C(=O)O-, C<sub>3-6</sub> cycloalkyl-oxy-,  
C<sub>3-6</sub> cycloalkylmethyl-oxy-;  
C<sub>1-6</sub> alkyl substituted with OH, methoxy, ethoxy,  
propoxy, butoxy, -SO<sub>2</sub>R<sup>45</sup>, -NR<sup>46</sup>R<sup>47</sup>, NR<sup>46</sup>R<sup>47</sup>C(=O)-, or  
(C<sub>1-4</sub> alkyl)CO<sub>2</sub>-; and  
C<sub>2-6</sub> alkenyl substituted with OH, methoxy, ethoxy,  
propoxy, butoxy, -SO<sub>2</sub>R<sup>45</sup>, -NR<sup>46</sup>R<sup>47</sup>, NR<sup>46</sup>R<sup>47</sup>C(=O)-, or  
(C<sub>1-4</sub> alkyl)CO<sub>2</sub>-;

35      R<sup>41</sup>, at each occurrence, is independently selected from  
H, CF<sub>3</sub>, halo, OH, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, NO<sub>2</sub>, CN;  
C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl  
C<sub>1-4</sub> alkyl substituted with 0-1 R<sup>43</sup>,  
aryl substituted with 0-3 R<sup>42</sup>, and

5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>44</sup>;

5

R<sup>42</sup>, at each occurrence, is independently selected from  
H, CF<sub>3</sub>, halo, OH, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, NO<sub>2</sub>, CN,  
CH(=NH)NH<sub>2</sub>, NHC(=NH)NH<sub>2</sub>,

10 C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl,  
C<sub>3-6</sub> cycloalkyl,

C<sub>1-4</sub> alkyl substituted with 0-1 R<sup>43</sup>,

aryl substituted with 0-3 R<sup>44</sup>, and

15 5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>44</sup>;

R<sup>43</sup> is C<sub>3-6</sub> cycloalkyl or aryl substituted with 0-3 R<sup>44</sup>;

20 R<sup>44</sup>, at each occurrence, is independently selected from H,  
halo, -OH, NR<sup>46</sup>R<sup>47</sup>, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, -CF<sub>3</sub>, -OCF<sub>3</sub>, -CN,  
-NO<sub>2</sub>, C<sub>1-4</sub> alkyl, and C<sub>1-4</sub> alkoxy;

R<sup>45</sup> is C<sub>1-4</sub> alkyl;

25

R<sup>46</sup>, at each occurrence, is independently selected from H  
and C<sub>1-4</sub> alkyl;

30 R<sup>47</sup>, at each occurrence, is independently selected from H  
and C<sub>1-4</sub> alkyl;

n is 1 or 2;

m is 1 or 2; and

n plus m is 2, 3, or 4;

35

provided when n is 1, m is 2, and R<sup>7</sup>, R<sup>8</sup>, and R<sup>9</sup> are  
independently selected from H, halogen, C<sub>1-4</sub> alkyl, C<sub>1-4</sub>

alkoxy, C<sub>1-4</sub> alkylthio or trifluoromethyl; then X is not a bond.

5 3. A compound of Claim 2 wherein:

X is a bond, -CH<sub>2</sub>-, -O-, -S-, -CH<sub>2</sub>CH<sub>2</sub>-, -OCH<sub>2</sub>-, -SCH<sub>2</sub>-, -CH<sub>2</sub>O-, or -CH<sub>2</sub>S-;

10 R<sup>1</sup> is selected from

H,

C(=O)R<sup>2</sup>,

C(=O)OR<sup>2</sup>,

C<sub>1-6</sub> alkyl,

15 C<sub>2-6</sub> alkenyl,

C<sub>2-6</sub> alkynyl,

C<sub>3-6</sub> cycloalkyl,

C<sub>1-4</sub> alkyl substituted with 0-2 R<sup>2</sup>,

C<sub>2-4</sub> alkenyl substituted with 0-2 R<sup>2</sup>, and

20 C<sub>2-4</sub> alkynyl substituted with 0-2 R<sup>2</sup>;

R<sup>2</sup>, at each occurrence, is independently selected from

C<sub>1-4</sub> alkyl,

C<sub>2-4</sub> alkenyl,

25 C<sub>2-4</sub> alkynyl,

C<sub>3-6</sub> cycloalkyl,

phenyl substituted with 0-5 R<sup>42</sup>;

C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>41</sup>, and

5-10 membered heterocyclic ring system containing from

30 1-4 heteroatoms selected from the group

consisting of N, O, and S substituted with 0-3

R<sup>41</sup>;

R<sup>6a</sup> is H or C<sub>1-4</sub> alkyl;

35

R<sup>6b</sup> is H;

alternatively, R<sup>6a</sup> and R<sup>6b</sup> are taken together to form =O or  
=S;

R<sup>7</sup> and R<sup>9</sup>, at each occurrence, are independently selected  
from

H, halo, -CF<sub>3</sub>, -OCF<sub>3</sub>, -OH, -CN, -NO<sub>2</sub>, -NR<sup>46</sup>R<sup>47</sup>,  
C<sub>1-6</sub> alkyl, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl, C<sub>1-6</sub> haloalkyl,  
C<sub>1-6</sub> alkoxy, (C<sub>1-4</sub> haloalkyl)oxy,  
C<sub>3-10</sub> cycloalkyl substituted with 0-2 R<sup>33</sup>,  
C<sub>1-4</sub> alkyl substituted with 0-2 R<sup>11</sup>,  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>,  
5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;  
  
OR<sup>12</sup>, SR<sup>12</sup>, NR<sup>12</sup>R<sup>13</sup>, C(O)H, C(O)R<sup>12</sup>, C(O)NR<sup>12</sup>R<sup>13</sup>,  
NR<sup>14</sup>C(O)R<sup>12</sup>, C(O)OR<sup>12</sup>, OC(O)R<sup>12</sup>, OC(O)OR<sup>12</sup>,  
CH(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, NHC(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, S(O)R<sup>12</sup>,  
S(O)<sub>2</sub>R<sup>12</sup>, S(O)NR<sup>12</sup>R<sup>13</sup>, S(O)<sub>2</sub>NR<sup>12</sup>R<sup>13</sup>, NR<sup>14</sup>S(O)R<sup>12</sup>,  
and NR<sup>14</sup>S(O)<sub>2</sub>R<sup>12</sup>;

R<sup>8</sup> is selected from

H, halo, -CF<sub>3</sub>, -OCF<sub>3</sub>, -OH, -CN, -NO<sub>2</sub>,  
C<sub>1-6</sub> alkyl, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl, C<sub>1-6</sub> haloalkyl,  
C<sub>1-6</sub> alkoxy, (C<sub>1-4</sub> haloalkyl)oxy,  
C<sub>3-10</sub> cycloalkyl substituted with 0-2 R<sup>33</sup>,  
C<sub>1-4</sub> alkyl substituted with 0-2 R<sup>11</sup>,  
C<sub>2-4</sub> alkenyl substituted with 0-2 R<sup>11</sup>,  
C<sub>2-4</sub> alkynyl substituted with 0-1 R<sup>11</sup>,  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>,  
5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

OR<sup>12</sup>, SR<sup>12</sup>, NR<sup>12</sup>R<sup>13</sup>, C(O)H, C(O)R<sup>12</sup>, C(O)NR<sup>12</sup>R<sup>13</sup>,  
NR<sup>14</sup>C(O)R<sup>12</sup>, C(O)OR<sup>12</sup>, OC(O)R<sup>12</sup>, OC(O)OR<sup>12</sup>,  
CH(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, NHC(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, S(O)R<sup>12</sup>, S(O)<sub>2</sub>R<sup>12</sup>,  
5 S(O)NR<sup>12</sup>R<sup>13</sup>, S(O)<sub>2</sub>NR<sup>12</sup>R<sup>13</sup>, NR<sup>14</sup>S(O)R<sup>12</sup>, NR<sup>14</sup>S(O)<sub>2</sub>R<sup>12</sup>,  
NR<sup>12</sup>C(O)R<sup>15</sup>, NR<sup>12</sup>C(O)OR<sup>15</sup>, NR<sup>12</sup>S(O)<sub>2</sub>R<sup>15</sup>, and  
NR<sup>12</sup>C(O)NHR<sup>15</sup>;

R<sup>11</sup> is selected from

10 H, halo, -CF<sub>3</sub>, -CN, -NO<sub>2</sub>, C<sub>1-6</sub> alkyl,  
C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl, C<sub>1-4</sub> haloalkyl, C<sub>1-6</sub> alkoxy,  
C<sub>3-10</sub> cycloalkyl,  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>,  
15 5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

20 OR<sup>12</sup>, SR<sup>12</sup>, NR<sup>12</sup>R<sup>13</sup>, C(O)H, C(O)R<sup>12</sup>, C(O)NR<sup>12</sup>R<sup>13</sup>,  
NR<sup>14</sup>C(O)R<sup>12</sup>, C(O)OR<sup>12</sup>, OC(O)R<sup>12</sup>, OC(O)OR<sup>12</sup>,  
CH(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, NHC(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, S(O)R<sup>12</sup>,  
S(O)<sub>2</sub>R<sup>12</sup>, S(O)NR<sup>12</sup>R<sup>13</sup>, S(O)<sub>2</sub>NR<sup>12</sup>R<sup>13</sup>, NR<sup>14</sup>S(O)R<sup>12</sup>,  
and NR<sup>14</sup>S(O)<sub>2</sub>R<sup>12</sup>;

25 R<sup>12</sup>, at each occurrence, is independently selected from  
C<sub>1-4</sub> alkyl substituted with 0-1 R<sup>12a</sup>,  
C<sub>2-4</sub> alkenyl substituted with 0-1 R<sup>12a</sup>,  
C<sub>2-4</sub> alkynyl substituted with 0-1 R<sup>12a</sup>,  
30 C<sub>3-6</sub> cycloalkyl substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>;  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>, and  
5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
35 consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

R<sup>12a</sup>, at each occurrence, is independently selected from phenyl substituted with 0-5 R<sup>33</sup>; C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>, and 5-10 membered heterocyclic ring system containing from 5 1-4 heteroatoms selected from the group consisting of N, O, and S substituted with 0-3 R<sup>31</sup>;

R<sup>13</sup>, at each occurrence, is independently selected from 10 H, C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, and C<sub>2-4</sub> alkynyl;

alternatively, R<sup>12</sup> and R<sup>13</sup> join to form a 5- or 6-membered ring optionally substituted with -O- or -N(R<sup>14</sup>)-;

15 alternatively, R<sup>12</sup> and R<sup>13</sup> when attached to N may be combined to form a 9- or 10-membered bicyclic heterocyclic ring system containing from 1-3 heteroatoms selected from the group consisting of N, O, and S, wherein said bicyclic heterocyclic ring 20 system is unsaturated or partially saturated, wherein said bicyclic heterocyclic ring system is substituted with 0-3 R<sup>16</sup>;

R<sup>14</sup>, at each occurrence, is independently selected from H, 25 methyl, ethyl, propyl, and butyl;

R<sup>15</sup>, at each occurrence, is independently selected from H, C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, and C<sub>2-4</sub> alkynyl;

30 R<sup>16</sup>, at each occurrence, is independently selected from H, OH, F, Cl, CN, NO<sub>2</sub>, CF<sub>3</sub>, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, -C(=O)H, methyl, ethyl, methoxy, ethoxy, trifluoromethyl, trifluoromethoxy, and =O;

35 R<sup>31</sup>, at each occurrence, is independently selected from H, OH, halo, CF<sub>3</sub>, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, C<sub>1-4</sub> alkyl, and =O;

R<sup>33</sup>, at each occurrence, is independently selected from H, OH, halo, CN, NO<sub>2</sub>, CF<sub>3</sub>, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, -C(=O)H, =O, phenyl, C<sub>1-6</sub> alkyl, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl, C<sub>3-6</sub> cycloalkyl, C<sub>1-4</sub> haloalkyl, C<sub>1-4</sub> haloalkyl-oxy-, 5 C<sub>1-4</sub> alkyloxy-, C<sub>1-4</sub> alkylthio-, C<sub>1-4</sub> alkyl-C(=O)-, C<sub>1-4</sub> alkyl-C(=O)NH-, C<sub>1-4</sub> alkyl-OC(=O)-, C<sub>1-4</sub> alkyl-C(=O)O-, C<sub>3-6</sub> cycloalkyl-oxy-, C<sub>3-6</sub> cycloalkylmethyl-oxy-; C<sub>1-6</sub> alkyl substituted with OH, methoxy, ethoxy, 10 propoxy, butoxy, -SO<sub>2</sub>R<sup>45</sup>, -NR<sup>46</sup>R<sup>47</sup>, NR<sup>46</sup>R<sup>47</sup>C(=O)-, or (C<sub>1-4</sub> alkyl)CO<sub>2</sub>-; and C<sub>2-6</sub> alkenyl substituted with OH, methoxy, ethoxy, 15 propoxy, butoxy, -SO<sub>2</sub>R<sup>45</sup>, -NR<sup>46</sup>R<sup>47</sup>, NR<sup>46</sup>R<sup>47</sup>C(=O)-, or (C<sub>1-4</sub> alkyl)CO<sub>2</sub>-;

R<sup>41</sup>, at each occurrence, is independently selected from H, CF<sub>3</sub>, halo, OH, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, NO<sub>2</sub>, CN, 15 C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl C<sub>1-4</sub> alkyl substituted with 0-1 R<sup>43</sup>, 20 aryl substituted with 0-3 R<sup>42</sup>, and 5-10 membered heterocyclic ring system containing from 1-4 heteroatoms selected from the group consisting of N, O, and S substituted with 0-3 R<sup>44</sup>;

R<sup>42</sup>, at each occurrence, is independently selected from H, CF<sub>3</sub>, halo, OH, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, NO<sub>2</sub>, CN, 25 CH(=NH)NH<sub>2</sub>, NHC(=NH)NH<sub>2</sub>, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl, C<sub>3-6</sub> cycloalkyl, 30 C<sub>1-4</sub> alkyl substituted with 0-1 R<sup>43</sup>, aryl substituted with 0-3 R<sup>44</sup>, and 5-10 membered heterocyclic ring system containing from 1-4 heteroatoms selected from the group 35 consisting of N, O, and S substituted with 0-3 R<sup>44</sup>;

R<sup>43</sup> is C<sub>3-6</sub> cycloalkyl or aryl substituted with 0-3 R<sup>44</sup>;

R<sup>44</sup>, at each occurrence, is independently selected from H,  
halo, -OH, NR<sup>46</sup>R<sup>47</sup>, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, -CF<sub>3</sub>, -OCF<sub>3</sub>, -CN, -  
NO<sub>2</sub>, C<sub>1-4</sub> alkyl, and C<sub>1-4</sub> alkoxy;

R<sup>45</sup> is C<sub>1-4</sub> alkyl;

R<sup>46</sup>, at each occurrence, is independently selected from H  
and C<sub>1-4</sub> alkyl;

R<sup>47</sup>, at each occurrence, is independently selected from H  
and C<sub>1-4</sub> alkyl;

n is 1 or 2;  
m is 1 or 2; and  
n plus m is 2, 3, or 4;

provided when n is 1, m is 2, and R<sup>7</sup>, R<sup>8</sup>, and R<sup>9</sup> are  
independently selected from H, halogen, C<sub>1-4</sub> alkyl, C<sub>1-4</sub>  
alkoxy, C<sub>1-4</sub> alkylthio or trifluoromethyl; then X is not a  
bond.

4. A compound of Claim 2 wherein:

X is a bond, -CH<sub>2</sub>-, -O-, -S-, -OCH<sub>2</sub>-, or -SCH<sub>2</sub>-;

R<sup>1</sup> is selected from

H,  
C<sub>1-4</sub> alkyl,  
C<sub>2-4</sub> alkenyl,  
C<sub>2-4</sub> alkynyl,  
C<sub>3-4</sub> cycloalkyl,  
C<sub>1-3</sub> alkyl substituted with 0-1 R<sup>2</sup>,  
C<sub>2-3</sub> alkenyl substituted with 0-1 R<sup>2</sup>, and  
C<sub>2-3</sub> alkynyl substituted with 0-1 R<sup>2</sup>;

R<sup>2</sup>, at each occurrence, is independently selected from  
C<sub>1-4</sub> alkyl,  
C<sub>2-4</sub> alkenyl,  
C<sub>2-4</sub> alkynyl,  
5 C<sub>3-6</sub> cycloalkyl,  
phenyl substituted with 0-5 R<sup>42</sup>;  
C<sub>3-6</sub> carbocyclic residue substituted with 0-3 R<sup>41</sup>, and  
5-6 membered heterocyclic ring system containing 1, 2,  
or 3 heteroatoms selected from the group  
10 consisting of N, O, and S substituted with 0-3  
R<sup>41</sup>;

R<sup>6a</sup> is H, methyl, ethyl, propyl, or butyl;

15 R<sup>6b</sup> is H;

alternatively, R<sup>6a</sup> and R<sup>6b</sup> are taken together to form =O or  
=S;

20 R<sup>7</sup> and R<sup>9</sup>, at each occurrence, are independently selected  
from  
H, halo, -CF<sub>3</sub>, -OCF<sub>3</sub>, -OH, -CN, -NO<sub>2</sub>, -NR<sup>46</sup>R<sup>47</sup>,  
C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, C<sub>2-4</sub> alkynyl, C<sub>1-4</sub> haloalkyl,  
C<sub>1-4</sub> alkoxy, (C<sub>1-4</sub> haloalkyl)oxy,  
25 C<sub>3-10</sub> cycloalkyl substituted with 0-2 R<sup>33</sup>,  
C<sub>1-4</sub> alkyl substituted with 0-2 R<sup>11</sup>,  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>, and  
5-6 membered heterocyclic ring system containing 1, 2,  
30 or 3 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

R<sup>8</sup> is selected from

35 H, halo, -CF<sub>3</sub>, -OCF<sub>3</sub>, -OH, -CN, -NO<sub>2</sub>,  
C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, C<sub>2-4</sub> alkynyl, C<sub>1-4</sub> haloalkyl,  
C<sub>1-4</sub> alkoxy, (C<sub>1-4</sub> haloalkyl)oxy,

C<sub>3</sub>-10 cycloalkyl substituted with 0-2 R<sup>33</sup>,  
C<sub>1</sub>-4 alkyl substituted with 0-2 R<sup>11</sup>,  
C<sub>2</sub>-4 alkenyl substituted with 0-2 R<sup>11</sup>,  
C<sub>2</sub>-4 alkynyl substituted with 0-1 R<sup>11</sup>,

5 C<sub>3</sub>-10 carbocyclic residue substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>,  
5-6 membered heterocyclic ring system containing 1, 2,  
or 3 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
10 R<sup>31</sup>;

OR<sup>12</sup>, SR<sup>12</sup>, NR<sup>12</sup>R<sup>13</sup>, NR<sup>12</sup>C(O)R<sup>15</sup>, NR<sup>12</sup>C(O)OR<sup>15</sup>,  
NR<sup>12</sup>S(O)<sub>2</sub>R<sup>15</sup>, NR<sup>12</sup>C(O)NHR<sup>15</sup>, NR<sup>14</sup>C(O)R<sup>12</sup>,  
NR<sup>14</sup>C(O)OR<sup>12</sup>, and NR<sup>14</sup>S(O)<sub>2</sub>R<sup>12</sup>;

15 R<sup>11</sup> is selected from  
H, halo, -CF<sub>3</sub>, -CN, -NO<sub>2</sub>,  
C<sub>1</sub>-4 alkyl, C<sub>2</sub>-4 alkenyl, C<sub>2</sub>-4 alkynyl, C<sub>1</sub>-4 haloalkyl,  
C<sub>1</sub>-4 alkoxy, (C<sub>1</sub>-4 haloalkyl)oxy,  
C<sub>3</sub>-10 cycloalkyl substituted with 0-2 R<sup>33</sup>,  
20 C<sub>3</sub>-10 carbocyclic residue substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>, and  
5-6 membered heterocyclic ring system containing 1, 2,  
or 3 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
25 R<sup>31</sup>;

R<sup>12</sup>, at each occurrence, is independently selected from  
C<sub>1</sub>-4 alkyl substituted with 0-1 R<sup>12a</sup>,  
C<sub>2</sub>-4 alkenyl substituted with 0-1 R<sup>12a</sup>,  
30 C<sub>2</sub>-4 alkynyl substituted with 0-1 R<sup>12a</sup>,  
C<sub>3</sub>-6 cycloalkyl substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>;  
C<sub>3</sub>-10 carbocyclic residue substituted with 0-3 R<sup>33</sup>, and  
35 5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

R<sup>12a</sup>, at each occurrence, is independently selected from phenyl substituted with 0-5 R<sup>33</sup>; C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>, and 5-10 membered heterocyclic ring system containing from 1-4 heteroatoms selected from the group consisting of N, O, and S substituted with 0-3 R<sup>31</sup>;

10 R<sup>13</sup>, at each occurrence, is independently selected from H, C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, and C<sub>2-4</sub> alkynyl;

15 alternatively, R<sup>12</sup> and R<sup>13</sup> join to form a 5- or 6-membered ring optionally substituted with -O- or -N(R<sup>14</sup>)-;

20 alternatively, R<sup>12</sup> and R<sup>13</sup> when attached to N may be combined to form a 9- or 10-membered bicyclic heterocyclic ring system containing from 1-3 heteroatoms selected from the group consisting of one N, two N, three N, one N one O, and one N one S; wherein said bicyclic heterocyclic ring system is unsaturated or partially saturated, wherein said bicyclic heterocyclic ring system is substituted with 0-2 R<sup>16</sup>;

25 R<sup>14</sup>, at each occurrence, is independently selected from H, methyl, ethyl, propyl, and butyl;

30 R<sup>15</sup>, at each occurrence, is independently selected from H, methyl, ethyl, propyl, and butyl;

35 R<sup>16</sup>, at each occurrence, is independently selected from H, OH, F, Cl, CN, NO<sub>2</sub>, methyl, ethyl, methoxy, ethoxy, trifluoromethyl, and trifluoromethoxy;

R<sup>31</sup>, at each occurrence, is independently selected from H, OH, halo, CF<sub>3</sub>, methyl, ethyl, and propyl;

R<sup>33</sup>, at each occurrence, is independently selected from H, OH, halo, CN, NO<sub>2</sub>, CF<sub>3</sub>, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, -C(=O)H, phenyl, C<sub>1-6</sub> alkyl, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl,  
5 C<sub>3-6</sub> cycloalkyl, C<sub>1-4</sub> haloalkyl, C<sub>1-4</sub> haloalkyl-oxy-, C<sub>1-4</sub> alkyloxy-, C<sub>1-4</sub> alkylthio-, C<sub>1-4</sub> alkyl-C(=O)-, C<sub>1-4</sub> alkyl-C(=O)NH-, C<sub>1-4</sub> alkyl-OC(=O)-, C<sub>1-4</sub> alkyl-C(=O)O-, C<sub>3-6</sub> cycloalkyl-oxy-, C<sub>3-6</sub> cycloalkylmethyl-oxy-;  
10 C<sub>1-6</sub> alkyl substituted with OH, methoxy, ethoxy, propoxy, butoxy, -SO<sub>2</sub>R<sup>45</sup>, -NR<sup>46</sup>R<sup>47</sup>, NR<sup>46</sup>R<sup>47</sup>C(=O)-, or (C<sub>1-4</sub> alkyl)CO<sub>2</sub>-; and  
C<sub>2-6</sub> alkenyl substituted with OH, methoxy, ethoxy, propoxy, butoxy, -SO<sub>2</sub>R<sup>45</sup>, -NR<sup>46</sup>R<sup>47</sup>, NR<sup>46</sup>R<sup>47</sup>C(=O)-, or  
15 (C<sub>1-4</sub> alkyl)CO<sub>2</sub>-;

R<sup>41</sup>, at each occurrence, is independently selected from H, CF<sub>3</sub>, halo, OH, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, NO<sub>2</sub>, CN, C<sub>2-4</sub> alkenyl, C<sub>2-4</sub> alkynyl, C<sub>1-3</sub> alkoxy, C<sub>1-3</sub> haloalkyl,  
20 and C<sub>1-3</sub> alkyl;

R<sup>42</sup>, at each occurrence, is independently selected from H, CF<sub>3</sub>, halo, OH, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, NO<sub>2</sub>, CN, CH(=NH)NH<sub>2</sub>, NHC(=NH)NH<sub>2</sub>,  
25 C<sub>2-4</sub> alkenyl, C<sub>2-4</sub> alkynyl, C<sub>1-3</sub> alkoxy, C<sub>1-3</sub> haloalkyl, C<sub>3-6</sub> cycloalkyl, and C<sub>1-3</sub> alkyl;

R<sup>43</sup> is cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, phenyl, or pyridyl, each substituted with 0-3 R<sup>44</sup>;  
30

R<sup>44</sup>, at each occurrence, is independently selected from H, halo, -OH, NR<sup>46</sup>R<sup>47</sup>, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, -CF<sub>3</sub>, -OCF<sub>3</sub>, -CN, -NO<sub>2</sub>, methyl, ethyl, propyl, butyl, methoxy, ethoxy, propoxy, and butoxy;  
35

R<sup>45</sup> is methyl, ethyl, propyl, or butyl;

R<sup>46</sup>, at each occurrence, is independently selected from H,  
methyl, ethyl, propyl, and butyl;

R<sup>47</sup>, at each occurrence, is independently selected from  
5                   from H, methyl, ethyl, propyl, and butyl;

n is 1 or 2;  
m is 1 or 2; and  
n plus m is 2 or 3;

10                   provided when n is 1, m is 2, and R<sup>7</sup>, R<sup>8</sup>, and R<sup>9</sup> are  
independently selected from H, halogen, C<sub>1-4</sub> alkyl, C<sub>1-4</sub>  
alkoxy, C<sub>1-4</sub> alkylthio or trifluoromethyl; then X is not a  
bond.

15                   5. A compound of Claim 2 wherein:

X is a bond, -CH<sub>2</sub>-, -O-, -S-, -OCH<sub>2</sub>-, or -SCH<sub>2</sub>-;

20                   R<sup>1</sup> is selected from

H,  
C<sub>1-4</sub> alkyl,  
C<sub>2-4</sub> alkenyl,  
25                   C<sub>2-4</sub> alkynyl,  
C<sub>3-4</sub> cycloalkyl,  
C<sub>1-3</sub> alkyl substituted with 0-1 R<sup>2</sup>,  
C<sub>2-3</sub> alkenyl substituted with 0-1 R<sup>2</sup>, and  
C<sub>2-3</sub> alkynyl substituted with 0-1 R<sup>2</sup>;

30                   R<sup>2</sup>, at each occurrence, is independently selected from

C<sub>1-4</sub> alkyl,  
C<sub>2-4</sub> alkenyl,  
C<sub>2-4</sub> alkynyl,  
35                   C<sub>3-6</sub> cycloalkyl,  
phenyl substituted with 0-5 R<sup>42</sup>;  
C<sub>3-6</sub> carbocyclic residue substituted with 0-3 R<sup>41</sup>, and

5-6 membered heterocyclic ring system containing 1, 2,  
or 3 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
 $R^{41}$ ;

5

$R^{6a}$  is H;

$R^{6b}$  is H;

10 alternatively,  $R^{6a}$  and  $R^{6b}$  are taken together to form =O;

15  $R^7$  and  $R^9$ , at each occurrence, are independently selected  
from

H, F, Cl, -CH<sub>3</sub>, -OCH<sub>3</sub>, -CF<sub>3</sub>, -OCF<sub>3</sub>, -CN, and -NO<sub>2</sub>,

20 R<sup>8</sup> is selected from

H, F, Cl, Br, -CF<sub>3</sub>, -OCF<sub>3</sub>, -OH, -CN, -NO<sub>2</sub>,

C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, C<sub>2-4</sub> alkynyl, C<sub>1-4</sub> haloalkyl,

C<sub>1-4</sub> alkoxy, (C<sub>1-4</sub> haloalkyl)oxy,

25 C<sub>3-10</sub> cycloalkyl substituted with 0-2 R<sup>33</sup>,

C<sub>1-4</sub> alkyl substituted with 0-2 R<sup>11</sup>,

C<sub>2-4</sub> alkenyl substituted with 0-2 R<sup>11</sup>,

C<sub>2-4</sub> alkynyl substituted with 0-1 R<sup>11</sup>,

30 C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>,

aryl substituted with 0-5 R<sup>33</sup>,

5-6 membered heterocyclic ring system containing 1, 2,  
or 3 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
 $R^{31}$ ;

35 OR<sup>12</sup>, SR<sup>12</sup>, NR<sup>12</sup>R<sup>13</sup>, NR<sup>12</sup>C(O)R<sup>15</sup>, NR<sup>12</sup>C(O)OR<sup>15</sup>,

NR<sup>12</sup>S(O)<sub>2</sub>R<sup>15</sup>, NR<sup>12</sup>C(O)NHR<sup>15</sup>, NR<sup>14</sup>C(O)R<sup>12</sup>,

NR<sup>14</sup>C(O)OR<sup>12</sup>, and NR<sup>14</sup>S(O)<sub>2</sub>R<sup>12</sup>;

40 R<sup>11</sup> is selected from

H, halo, -CF<sub>3</sub>, -CN, -NO<sub>2</sub>,

C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, C<sub>2-4</sub> alkynyl, C<sub>1-4</sub> haloalkyl,

C<sub>1-4</sub> alkoxy, (C<sub>1-4</sub> haloalkyl)oxy,

C<sub>3</sub>-10 cycloalkyl substituted with 0-2 R<sup>33</sup>,  
C<sub>3</sub>-10 carbocyclic residue substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>, and  
5-6 membered heterocyclic ring system containing 1, 2,  
5 or 3 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

R<sup>12</sup>, at each occurrence, is independently selected from  
10 C<sub>1</sub>-4 alkyl substituted with 0-1 R<sup>12a</sup>,  
C<sub>2</sub>-4 alkenyl substituted with 0-1 R<sup>12a</sup>,  
C<sub>2</sub>-4 alkynyl substituted with 0-1 R<sup>12a</sup>,  
C<sub>3</sub>-6 cycloalkyl substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>;  
15 C<sub>3</sub>-10 carbocyclic residue substituted with 0-3 R<sup>33</sup>, and  
5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

20 R<sup>12a</sup>, at each occurrence, is independently selected from  
phenyl substituted with 0-5 R<sup>33</sup>;  
C<sub>3</sub>-10 carbocyclic residue substituted with 0-3 R<sup>33</sup>, and  
5-10 membered heterocyclic ring system containing from  
25 1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

30 R<sup>13</sup>, at each occurrence, is independently selected from  
H, C<sub>1</sub>-4 alkyl, C<sub>2</sub>-4 alkenyl, and C<sub>2</sub>-4 alkynyl;

alternatively, R<sup>12</sup> and R<sup>13</sup> join to form a 5- or 6-membered  
ring optionally substituted with -O- or -N(R<sup>14</sup>)-;

35 alternatively, R<sup>12</sup> and R<sup>13</sup> when attached to N may be  
combined to form a 9- or 10-membered bicyclic  
heterocyclic ring system containing from 1-3

heteroatoms selected from the group consisting of N,  
O, and S; wherein said bicyclic heterocyclic ring  
system is selected from indolyl, indolinyl, indazolyl,  
benzimidazolyl, benzimidazolinyl, benztriazolyl,  
5 quinolinyl, tetrahydroquinolinyl, isoquinolinyl, and  
tetrahydroisoquinolinyl; wherein said bicyclic  
heterocyclic ring system is substituted with 0-1 R<sup>16</sup>;

10 R<sup>14</sup>, at each occurrence, is independently selected from H,  
methyl, ethyl, propyl, and butyl;

R<sup>15</sup>, at each occurrence, is independently selected from H,  
methyl, ethyl, propyl, and butyl;

15 R<sup>16</sup>, at each occurrence, is independently selected from  
H, OH, F, Cl, CN, NO<sub>2</sub>, methyl, ethyl, methoxy, ethoxy,  
trifluoromethyl, and trifluoromethoxy;

20 R<sup>31</sup>, at each occurrence, is independently selected from  
H, OH, halo, CF<sub>3</sub>, methyl, ethyl, and propyl;

25 R<sup>33</sup>, at each occurrence, is independently selected from  
H, OH, halo, CN, NO<sub>2</sub>, CF<sub>3</sub>, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, -C(=O)H,  
phenyl, C<sub>1-6</sub> alkyl, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl,  
C<sub>3-6</sub> cycloalkyl, C<sub>1-4</sub> haloalkyl, C<sub>1-4</sub> haloalkyl-oxy-,  
C<sub>1-4</sub> alkyloxy-, C<sub>1-4</sub> alkylthio-, C<sub>1-4</sub> alkyl-C(=O)-,  
C<sub>1-4</sub> alkyl-C(=O)NH-, C<sub>1-4</sub> alkyl-OC(=O)-,  
C<sub>1-4</sub> alkyl-C(=O)O-, C<sub>3-6</sub> cycloalkyl-oxy-,  
C<sub>3-6</sub> cycloalkylmethyl-oxy-;  
30 C<sub>1-6</sub> alkyl substituted with OH, methoxy, ethoxy,  
propoxy, butoxy, -SO<sub>2</sub>R<sup>45</sup>, -NR<sup>46</sup>R<sup>47</sup>, NR<sup>46</sup>R<sup>47</sup>C(=O)-, or  
(C<sub>1-4</sub> alkyl)CO<sub>2</sub>-; and  
C<sub>2-6</sub> alkenyl substituted with OH, methoxy, ethoxy,  
propoxy, butoxy, -SO<sub>2</sub>R<sup>45</sup>, -NR<sup>46</sup>R<sup>47</sup>, NR<sup>46</sup>R<sup>47</sup>C(=O)-, or  
35 (C<sub>1-4</sub> alkyl)CO<sub>2</sub>-;

R<sup>41</sup>, at each occurrence, is independently selected from

H, CF<sub>3</sub>, halo, OH, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, NO<sub>2</sub>, CN,  
C<sub>2-4</sub> alkenyl, C<sub>2-4</sub> alkynyl, C<sub>1-3</sub> alkoxy, C<sub>1-3</sub> haloalkyl,  
and C<sub>1-3</sub> alkyl;

5 R<sup>42</sup>, at each occurrence, is independently selected from  
H, CF<sub>3</sub>, halo, OH, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, NO<sub>2</sub>, CN,  
CH(=NH)NH<sub>2</sub>, NHC(=NH)NH<sub>2</sub>,  
C<sub>2-4</sub> alkenyl, C<sub>2-4</sub> alkynyl, C<sub>1-3</sub> alkoxy, C<sub>1-3</sub> haloalkyl,  
C<sub>3-6</sub> cycloalkyl, and C<sub>1-3</sub> alkyl;

10

R<sup>43</sup> is cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl,  
phenyl, or pyridyl, each substituted with 0-3 R<sup>44</sup>;

15 R<sup>44</sup>, at each occurrence, is independently selected from H,  
halo, -OH, NR<sup>46</sup>R<sup>47</sup>, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, -CF<sub>3</sub>, -OCF<sub>3</sub>, -CN, -  
NO<sub>2</sub>, methyl, ethyl, propyl, butyl, methoxy, ethoxy,  
propoxy, and butoxy;

20 R<sup>45</sup> is methyl, ethyl, propyl, or butyl;

25 R<sup>46</sup>, at each occurrence, is independently selected from H,  
methyl, ethyl, propyl, and butyl;

R<sup>47</sup>, at each occurrence, is independently selected from  
from H, methyl, ethyl, propyl, and butyl;

n is 1; and

m is 1.

30 6. A compound of Claim 2 wherein:

X is a bond, -CH<sub>2</sub>-, -O-, -S-, -OCH<sub>2</sub>-, or -SCH<sub>2</sub>-;

R<sup>1</sup> is selected from H,

35 C<sub>1-5</sub> alkyl substituted with 0-1 R<sup>2</sup>,  
C<sub>2-5</sub> alkenyl substituted with 0-1 R<sup>2</sup>, and  
C<sub>2-3</sub> alkynyl substituted with 0-1 R<sup>2</sup>;

R<sup>2</sup> is cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, or phenyl;

5 R<sup>6a</sup> is H;

R<sup>6b</sup> is H;

10 R<sup>7</sup> and R<sup>9</sup>, at each occurrence, are independently selected from H, F, Cl, -CH<sub>3</sub>, -OCH<sub>3</sub>, -CF<sub>3</sub>, -OCF<sub>3</sub>, -CN, and -NO<sub>2</sub>;

R<sup>8</sup> is selected from R<sup>11</sup>;

methyl substituted with R<sup>11</sup>;

phenyl substituted with 0-3 R<sup>33</sup>;

15 pyridyl substituted with 0-2 R<sup>33</sup>;

OR<sup>12</sup>, SR<sup>12</sup>, NR<sup>12</sup>R<sup>13</sup>, NR<sup>12</sup>C(O)R<sup>15</sup>, NR<sup>12</sup>C(O)OR<sup>15</sup>,

NR<sup>12</sup>S(O)<sub>2</sub>R<sup>15</sup>, NR<sup>12</sup>C(O)NHR<sup>15</sup>, NR<sup>14</sup>C(O)R<sup>12</sup>,

NR<sup>14</sup>C(O)OR<sup>12</sup>, and NR<sup>14</sup>S(O)<sub>2</sub>R<sup>12</sup>;

20 R<sup>11</sup> is selected from

phenyl- substituted with 0-5 fluoro;

pyridyl substituted with 0-2 R<sup>33</sup>;

naphthyl- substituted with 0-2 R<sup>33</sup>;

2-(H<sub>3</sub>CCH<sub>2</sub>C(=O))-phenyl- substituted with R<sup>33</sup>;

25 2-(H<sub>3</sub>CC(=O))-phenyl- substituted with R<sup>33</sup>;

2-(HC(=O))-phenyl- substituted with R<sup>33</sup>;

2-(H<sub>3</sub>CCH(OH))-phenyl- substituted with R<sup>33</sup>;

2-(H<sub>3</sub>CCH<sub>2</sub>CH(OH))-phenyl- substituted with R<sup>33</sup>;

2-(HOCH<sub>2</sub>)-phenyl- substituted with R<sup>33</sup>;

30 2-(HOCH<sub>2</sub>CH<sub>2</sub>)-phenyl- substituted with R<sup>33</sup>;

2-(H<sub>3</sub>COCH<sub>2</sub>)-phenyl- substituted with R<sup>33</sup>;

2-(H<sub>3</sub>COCH<sub>2</sub>CH<sub>2</sub>)-phenyl- substituted with R<sup>33</sup>;

2-(H<sub>3</sub>CCH(OMe))-phenyl- substituted with R<sup>33</sup>;

2-(H<sub>3</sub>COC(=O))-phenyl- substituted with R<sup>33</sup>;

35 2-(HOCH<sub>2</sub>CH=CH)-phenyl- substituted with R<sup>33</sup>;

2-((MeOC=O)CH=CH)-phenyl- substituted with R<sup>33</sup>;

2-(methyl)-phenyl- substituted with R<sup>33</sup>;

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2 - (ethyl) - phenyl - substituted with R<sup>33</sup>;  
2 - (i-propyl) - phenyl - substituted with R<sup>33</sup>;  
2 - (F<sub>3</sub>C) - phenyl - substituted with R<sup>33</sup>;  
2 - (NC) - phenyl - substituted with R<sup>33</sup>;  
5      2 - (H<sub>3</sub>CO) - phenyl - substituted with R<sup>33</sup>;  
          2 - (fluoro) - phenyl - substituted with R<sup>33</sup>;  
          2 - (chloro) - phenyl - substituted with R<sup>33</sup>;  
          3 - (NC) - phenyl - substituted with R<sup>33</sup>;  
          3 - (H<sub>3</sub>CO) - phenyl - substituted with R<sup>33</sup>;  
10     3 - (fluoro) - phenyl - substituted with R<sup>33</sup>;  
          3 - (chloro) - phenyl - substituted with R<sup>33</sup>;  
          3 - (H<sub>3</sub>C) - phenyl - substituted with R<sup>33</sup>;  
          3 - (F<sub>3</sub>C) - phenyl - substituted with R<sup>33</sup>;  
          3 - (H<sub>3</sub>CS) - phenyl - substituted with R<sup>33</sup>;  
15     4 - (NC) - phenyl - substituted with R<sup>33</sup>;  
          4 - (fluoro) - phenyl - substituted with R<sup>33</sup>;  
          4 - (chloro) - phenyl - substituted with R<sup>33</sup>;  
          4 - (H<sub>3</sub>CS) - phenyl - substituted with R<sup>33</sup>;  
          4 - (H<sub>3</sub>CO) - phenyl - substituted with R<sup>33</sup>;  
20     4 - (ethoxy) - phenyl - substituted with R<sup>33</sup>;  
          4 - (i-propoxy) - phenyl - substituted with R<sup>33</sup>;  
          4 - (i-butoxy) - phenyl - substituted with R<sup>33</sup>;  
          4 - (H<sub>3</sub>CCH<sub>2</sub>CH<sub>2</sub>C(=O)) - phenyl - substituted with R<sup>33</sup>;  
          4 - ((H<sub>3</sub>C)<sub>2</sub>CHC(=O)) - phenyl - substituted with R<sup>33</sup>;  
25     4 - (H<sub>3</sub>CCH<sub>2</sub>C(=O)) - phenyl - substituted with R<sup>33</sup>;  
          4 - (H<sub>3</sub>CC(=O)) - phenyl - substituted with R<sup>33</sup>;  
          4 - (H<sub>3</sub>CCH<sub>2</sub>CH(OH)) - phenyl - substituted with R<sup>33</sup>;  
          4 - ((H<sub>3</sub>C)<sub>2</sub>CHCH(OH)) - phenyl - substituted with R<sup>33</sup>;  
          4 - (H<sub>3</sub>CCH<sub>2</sub>CH(OH)) - phenyl - substituted with R<sup>33</sup>;  
30     4 - (H<sub>3</sub>CCH(OH)) - phenyl - substituted with R<sup>33</sup>;  
          4 - (cyclopropyloxy) - phenyl - substituted with R<sup>33</sup>;  
          4 - (cyclobutyloxy) - phenyl - substituted with R<sup>33</sup>; and  
          4 - (cyclopentyloxy) - phenyl - substituted with R<sup>33</sup>;

35    R<sup>12</sup> is selected from

      methyl substituted with R<sup>11</sup>;  
      phenyl substituted with 0-5 fluoro;

pyridyl substituted with 0-2 R<sup>33</sup>;  
naphthyl substituted with 0-2 R<sup>33</sup>;  
2-(H<sub>3</sub>CCH<sub>2</sub>C(=O))-phenyl- substituted with R<sup>33</sup>;  
2-(H<sub>3</sub>CC(=O))-phenyl- substituted with R<sup>33</sup>;  
5 2-(HC(=O))-phenyl- substituted with R<sup>33</sup>;  
2-(H<sub>3</sub>CCH(OH))-phenyl- substituted with R<sup>33</sup>;  
2-(H<sub>3</sub>CCH<sub>2</sub>CH(OH))-phenyl- substituted with R<sup>33</sup>;  
2-(HOCH<sub>2</sub>)-phenyl- substituted with R<sup>33</sup>;  
10 2-(HOCH<sub>2</sub>CH<sub>2</sub>)-phenyl- substituted with R<sup>33</sup>;  
2-(H<sub>3</sub>COCH<sub>2</sub>)-phenyl- substituted with R<sup>33</sup>;  
2-(H<sub>3</sub>COCH<sub>2</sub>CH<sub>2</sub>)-phenyl- substituted with R<sup>33</sup>;  
2-(H<sub>3</sub>CCH(OMe))-phenyl- substituted with R<sup>33</sup>;  
2-(H<sub>3</sub>COC(=O))-phenyl- substituted with R<sup>33</sup>;  
15 2-(HOCH<sub>2</sub>CH=CH)-phenyl- substituted with R<sup>33</sup>;  
2-((MeOC=O)CH=CH)-phenyl- substituted with R<sup>33</sup>;  
2-(methyl)-phenyl- substituted with R<sup>33</sup>;  
2-(ethyl)-phenyl- substituted with R<sup>33</sup>;  
2-(i-propyl)-phenyl- substituted with R<sup>33</sup>;  
20 2-(F<sub>3</sub>C)-phenyl- substituted with R<sup>33</sup>;  
2-(NC)-phenyl- substituted with R<sup>33</sup>;  
2-(H<sub>3</sub>CO)-phenyl- substituted with R<sup>33</sup>;  
2-(fluoro)-phenyl- substituted with R<sup>33</sup>;  
2-(chloro)-phenyl- substituted with R<sup>33</sup>;  
3-(NC)-phenyl- substituted with R<sup>33</sup>;  
25 3-(H<sub>3</sub>CO)-phenyl- substituted with R<sup>33</sup>;  
3-(fluoro)-phenyl- substituted with R<sup>33</sup>;  
3-(chloro)-phenyl- substituted with R<sup>33</sup>;  
3-(H<sub>3</sub>C)-phenyl- substituted with R<sup>33</sup>;  
3-(F<sub>3</sub>C)-phenyl- substituted with R<sup>33</sup>;  
30 3-(H<sub>3</sub>CS)-phenyl- substituted with R<sup>33</sup>;  
4-(fluoro)-phenyl- substituted with R<sup>33</sup>;  
4-(chloro)-phenyl- substituted with R<sup>33</sup>;  
4-(H<sub>3</sub>CS)-phenyl- substituted with R<sup>33</sup>;  
4-(H<sub>3</sub>CO)-phenyl- substituted with R<sup>33</sup>;  
35 4-(ethoxy)-phenyl- substituted with R<sup>33</sup>;  
4-(i-propoxy)-phenyl- substituted with R<sup>33</sup>;  
4-(i-butoxy)-phenyl- substituted with R<sup>33</sup>;

. . .

4 - (H<sub>3</sub>CCH<sub>2</sub>CH<sub>2</sub>C(=O)) -phenyl- substituted with R<sup>33</sup>;  
4 - ((H<sub>3</sub>C)<sub>2</sub>CHC(=O)) -phenyl- substituted with R<sup>33</sup>;  
4 - (H<sub>3</sub>CCH<sub>2</sub>C(=O)) -phenyl- substituted with R<sup>33</sup>;  
4 - (H<sub>3</sub>CC(=O)) -phenyl- substituted with R<sup>33</sup>;

5       4 - (H<sub>3</sub>CCH<sub>2</sub>CH<sub>2</sub>CH(OH)) -phenyl- substituted with R<sup>33</sup>;  
4 - ((H<sub>3</sub>C)<sub>2</sub>CHCH(OH)) -phenyl- substituted with R<sup>33</sup>;  
4 - (H<sub>3</sub>CCH<sub>2</sub>CH(OH)) -phenyl- substituted with R<sup>33</sup>;  
4 - (H<sub>3</sub>CCH(OH)) -phenyl- substituted with R<sup>33</sup>;  
4 - (cyclopropyloxy) -phenyl- substituted with R<sup>33</sup>;

10      4 - (cyclobutyloxy) -phenyl- substituted with R<sup>33</sup>; and  
4 - (cyclopentyloxy) -phenyl- substituted with R<sup>33</sup>;

R<sup>13</sup> is H, methyl, or ethyl;

15      alternatively, R<sup>12</sup> and R<sup>13</sup> join to form a 5- or 6-membered ring selected from pyrrolyl, pyrrolidinyl, imidazolyl, piperidinyl, piperizinyl, methylpiperizinyl, and morpholinyl;

20      alternatively, R<sup>12</sup> and R<sup>13</sup> when attached to N may be combined to form a 9- or 10-membered bicyclic heterocyclic ring system containing from 1-3 heteroatoms selected from the group consisting of N, O, and S; wherein said bicyclic heterocyclic ring system is selected from indolyl, indolinyl, indazolyl, benzimidazolyl, benzimidazolinyl, benztriazolyl, quinolinyl, tetrahydroquinolinyl, isoquinolinyl, and tetrahydroisoquinolinyl; wherein said bicyclic heterocyclic ring system is substituted with 0-1 R<sup>16</sup>;

25      R<sup>15</sup> is H, methyl, ethyl, propyl, or butyl;

30      R<sup>16</sup>, at each occurrence, is independently selected from H, OH, F, Cl, CN, NO<sub>2</sub>, methyl, ethyl, methoxy, ethoxy, trifluoromethyl, and trifluoromethoxy;

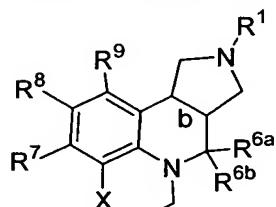
35      R<sup>33</sup>, at each occurrence, is independently selected from

H, F, Cl, -CH<sub>3</sub>, -OCH<sub>3</sub>, -SCH<sub>3</sub>, -CF<sub>3</sub>, -OCF<sub>3</sub>, -CN, and -NO<sub>2</sub>;

n is 1; and

5 m is 1.

7. A compound of Claim 2 of Formula (I-a)



10 (I-a)

wherein:

b is a single bond wherein the bridging hydrogens are  
either cis or trans;

15 X is a bond, -CH<sub>2</sub>-, -O-, -S-, -OCH<sub>2</sub>-, or -SCH<sub>2</sub>-;

R<sup>1</sup> is selected from

20 hydrogen, methyl, ethyl, n-propyl, n-butyl, s-butyl,  
t-butyl, n-pentyl, n-hexyl, 2-propyl, 2-butyl, 2-pentyl,  
2-hexyl, 2-methylpropyl, 2-methylbutyl, 2-methylpentyl,  
2-ethylbutyl, 3-methylpentyl, 3-methylbutyl,  
25 4-methylpentyl, 2-fluoroethyl, 2,2-difluoroethyl,  
2,2,2-trifluoroethyl,

2-propenyl, 2-methyl-2-propenyl, trans-2-butenyl,

3-methyl-2-butenyl, 3-butenyl, trans-2-pentenyl,

cis-2-pentenyl, 4-pentenyl, 4-methyl-3-pentenyl,

30 3,3-dichloro-2-propenyl, trans-3-phenyl-2-propenyl,

cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl,

cyclopropylmethyl, cyclobutylmethyl, cyclopentylmethyl,

cyclohexylmethyl,

benzyl, 2-methylbenzyl, 3-methylbenzyl, 4-methylbenzyl,  
2,5-dimethylbenzyl, 2,4-dimethylbenzyl, 3,5-dimethylbenzyl,

5 2,4,6-trimethylbenzyl, 3-methoxybenzyl, 3,5-dimethoxybenzyl, pentafluorobenzyl, 2-phenylethyl, 1-phenyl-2-propyl, 4-phenylbutyl, 4-phenylbenzyl, 2-phenylbenzyl,

(2,3-dimethoxy-phenyl)C(=O)-, (2,5-dimethoxy-phenyl)C(=O)-, (3,4-dimethoxy-phenyl)C(=O)-, (3,5-dimethoxy-phenyl)C(=O)-, cyclopropyl-C(=O)-, isopropyl-C(=O)-, ethyl-CO<sub>2</sub>-, propyl-CO<sub>2</sub>-, t-butyl-CO<sub>2</sub>-, 2,6-dimethoxybenzyl, 2,4-dimethoxybenzyl, 2,4,6-trimethoxybenzyl, 2,3-dimethoxybenzyl, 15 2,4,5-trimethoxybenzyl, 2,3,4-trimethoxybenzyl, 3,4-dimethoxybenzyl, 3,4,5-trimethoxybenzyl, (4-fluoro-phenyl)ethyl,

-CH=CH<sub>2</sub>, -CH<sub>2</sub>-CH=CH<sub>2</sub>, -CH=CH-CH<sub>3</sub>, -C≡CH, -C≡C-CH<sub>3</sub>, and  
20 -CH<sub>2</sub>-C≡CH; and

R<sup>6a</sup> is H;

R<sup>6b</sup> is H;

25 alternatively, R<sup>6a</sup> and R<sup>6b</sup> are taken together to form =O;

R<sup>7</sup>, R<sup>8</sup>, and R<sup>9</sup>, at each occurrence, are independently selected from

30 hydrogen, fluoro, chloro, bromo, cyano, methyl, ethyl, propyl, isopropyl, butyl, t-butyl, nitro, trifluoromethyl, methoxy, ethoxy, isopropoxy, trifluoromethoxy, phenyl;

35 2-Cl-phenyl; 2-F-phenyl; 2-Br-phenyl; 2-CN-phenyl;

2-Me-phenyl; 2-CF<sub>3</sub>-phenyl; 2-MeO-phenyl; 2-CF<sub>3</sub>O-phenyl;  
2-NO<sub>2</sub>-phenyl; 2-MeS-phenyl; 2-CHO-phenyl; 2-HOCH<sub>2</sub>-phenyl;

- 5       3-Cl-phenyl; 3-F-phenyl; 3-Br-phenyl; 3-CN-phenyl;  
3-Me-phenyl; 3-Et-phenyl; 3-n-Pr-phenyl; 3-isoPr-phenyl;  
3-n-Bu-phenyl; 3-CF<sub>3</sub>-phenyl; 3-MeO-phenyl; 3-MeS-phenyl;  
3-isopropoxyphenyl; 3-CF<sub>3</sub>O-phenyl; 3-NO<sub>2</sub>-phenyl;  
3-CHO-phenyl; 3-HOCH<sub>2</sub>-phenyl; 3-MeOCH<sub>2</sub>-phenyl;  
10      3-Me<sub>2</sub>NCH<sub>2</sub>-phenyl;
- 15      4-Cl-phenyl; 4-F-phenyl; 4-Br-phenyl; 4-CN-phenyl;  
4-Me-phenyl; 4-Et-phenyl; 4-n-Pr-phenyl;  
4-iso-Pr-phenyl; 4-n-Bu-phenyl; 4-CF<sub>3</sub>-phenyl;  
4-MeO-phenyl; 4-isopropoxyphenyl; 4-CF<sub>3</sub>O-phenyl;  
4-MeS-phenyl;
- 20      4-acetylphenyl; 3-acetamidophenyl; 4-pyridyl;  
2-furanyl; 2-thiophenyl; 2-naphthyl; 1-pyrrolidinyl,
- 25      2,3-diCl-phenyl; 2,3-diF-phenyl; 2,3-diMe-phenyl;  
2,3-diCF<sub>3</sub>-phenyl; 2,3-diMeO-phenyl; 2,3-diCF<sub>3</sub>O-phenyl;
- 30      2,4-diCl-phenyl; 2,4-diF-phenyl; 2,4-diMe-phenyl;  
2,4-diCF<sub>3</sub>-phenyl; 2,4-diMeO-phenyl; 2,4-diCF<sub>3</sub>O-phenyl;
- 35      2,5-diCl-phenyl; 2,5-diF-phenyl; 2,5-diMe-phenyl;  
2,5-diCF<sub>3</sub>-phenyl; 2,5-diMeO-phenyl; 2,5-diCF<sub>3</sub>O-phenyl;
- 2,6-diCl-phenyl; 2,6-diF-phenyl; 2,6-diMe-phenyl;  
        2,6-diCF<sub>3</sub>-phenyl; 2,6-diMeO-phenyl; 2,6-diCF<sub>3</sub>O-phenyl;
- 3,4-diCl-phenyl; 3,4-diF-phenyl; 3,4-diMe-phenyl;  
        3,4-diCF<sub>3</sub>-phenyl; 3,4-diMeO-phenyl; 3,4-diCF<sub>3</sub>O-phenyl;
- 2,4,6-triCl-phenyl; 2,4,6-triF-phenyl;  
        2,4,6-triMe-phenyl; 2,4,6-triCF<sub>3</sub>-phenyl;

2,4,6-triMeO-phenyl; 2,4,6-triCF<sub>3</sub>O-phenyl;  
2,4,5-triMe-phenyl; 2,3,4-triF-phenyl;  
2-Me-4-MeO-5-F-phenyl; 2,6-diCl-4-MeO-phenyl;  
2,4-diMeO-6-F-phenyl; 2,6-diF-4-Cl-phenyl;  
5 2,3,4,6-tetraF-phenyl; 2,3,4,5,6-pentaF-phenyl;  
  
2-Cl-4-F-phenyl; 2-Cl-6-F-phenyl; 2-Cl-3-Me-phenyl;  
2-Cl-4-MeO-phenyl; 2-Cl-4-EtO-phenyl;  
2-Cl-4-iPrO-phenyl; 2-Cl-4-CF<sub>3</sub>-phenyl;  
10 2-Cl-4-CF<sub>3</sub>O-phenyl; 2-Cl-4-(CHF<sub>2</sub>)O-phenyl;  
2-F-3-Cl-phenyl; 2-F-4-MeO-phenyl; 2-F-5-Me-phenyl;  
  
2-Me-3-Cl-phenyl; 2-Me-3-CN-phenyl; 2-Me-4-Cl-phenyl;  
2-Me-4-F-phenyl; 2-Me-4-CN-phenyl; 2-Me-4-MeO-phenyl;  
15 2-Me-4-EtO-phenyl; 2-Me-4-MeS-phenyl;  
2-Me-4-H<sub>2</sub>NCO-phenyl; 2-Me-4-MeOC(=O)-phenyl;  
2-Me-4-CH<sub>3</sub>C(=O)-phenyl; 2-Me-5-F-phenyl;  
2-Et-4-MeO-phenyl; 2-MeO-5-F-phenyl;  
2-MeO-4-isopropyl-phenyl; 2-CF<sub>3</sub>-4-Cl-phenyl;  
20 2-CF<sub>3</sub>-4-F-phenyl; 2-CF<sub>3</sub>-4-MeO-phenyl;  
2-CF<sub>3</sub>-4-EtO-phenyl; 2-CF<sub>3</sub>-4-iPrO-phenyl;  
2-CF<sub>3</sub>-4-CN-phenyl; 2-CF<sub>3</sub>-6-F-phenyl;  
2-CHO-4-MeO-phenyl; 2-MeOC(=O)-3-MeO-phenyl;  
2-CH<sub>3</sub>CH(OH)-4-MeO-phenyl; 2-CH<sub>3</sub>CH(OH)-4-F-phenyl;  
25 2-CH<sub>3</sub>CH(OH)-4-Cl-phenyl; 2-CH<sub>3</sub>CH(OH)-4-Me-phenyl;  
2-CH<sub>3</sub>CH(OMe)-4-MeO-phenyl; 2-CH<sub>3</sub>C(=O)-4-MeO-phenyl;  
2-CH<sub>3</sub>C(=O)-4-F-phenyl; 2-CH<sub>3</sub>C(=O)-4-Cl-phenyl;  
2-CH<sub>3</sub>C(=O)-4-Me-phenyl; 2-H<sub>2</sub>C(OH)-4-MeO-phenyl;  
2-H<sub>2</sub>C(OMe)-4-MeO-phenyl; 2-H<sub>3</sub>CCH<sub>2</sub>CH(OH)-4-MeO-phenyl;  
30 2-H<sub>3</sub>CCH<sub>2</sub>C(=O)-4-MeO-phenyl; 2-CH<sub>3</sub>CO<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>-4-MeO-phenyl;  
(Z)-2-HOCH<sub>2</sub>CH=CH-4-MeO-phenyl;  
(E)-2-HOCH<sub>2</sub>CH=CH-4-MeO-phenyl;  
(Z)-2-CH<sub>3</sub>CO<sub>2</sub>CH=CH-4-MeO-phenyl;  
(E)-2-CH<sub>3</sub>CO<sub>2</sub>CH=CH-4-MeO-phenyl;  
35 2-CH<sub>3</sub>OCH<sub>2</sub>CH<sub>2</sub>-4-MeO-phenyl;  
  
3-CN-4-F-phenyl; 3-H<sub>2</sub>NCO-4-F-phenyl;

(2-Cl-phenyl)-CH=CH-; (3-Cl-phenyl)-CH=CH-;  
(2,6-diF-phenyl)-CH=CH-; phenyl-CH=CH-;  
(2-Me-4-MeO-phenyl)-CH=CH-;

5        cyclohexyl; cyclopentyl; cyclohexylmethyl; benzyl;  
2-F-benzyl; 3-F-benzyl; 4-F-benzyl; 3-MeO-benzyl;  
3-OH-benzyl; 2-MeO-benzyl; 2-OH-benzyl;  
tetrahydroquinolin-1-yl;  
tetrahydroindolin-1-yl;  
10      tetrahydroisoindolin-1-yl;

phenyl-S-; phenyl-NH-; pyrid-3-yl-NH-;  
(4-Me-pyrid-3-yl)-NH-; (4-Cl-pyrid-3-yl)-NH-;  
(1-naphthyl)-NH-; (2-naphthyl)-NH-;  
15      (2-Me-naphth-1-yl)-NH-; (4-Me-naphth-1-yl)-NH-;  
(3-quinolinyl)-NH-;

20      (2-[1,1'-biphenyl])-NH-; (3-[1,1'-biphenyl])-NH-;  
(4-[1,1'-biphenyl])-NH-; (2-F-phenyl)-NH-;  
(2-Cl-phenyl)-NH-; (2-CF<sub>3</sub>-phenyl)-NH-;  
(2-CH<sub>3</sub>-phenyl)-NH-; (2-OMe-phenyl)-NH-;  
(2-CN-phenyl)-NH-; (2-OCF<sub>3</sub>-phenyl)-NH-;  
25      (2-SMe-phenyl)-NH-; (3-F-phenyl)-NH-;  
(3-Cl-phenyl)-NH-; (3-CF<sub>3</sub>-phenyl)-NH-;  
(3-CH<sub>3</sub>-phenyl)-NH-; (3-OMe-phenyl)-NH-;  
(3-CN-phenyl)-NH-; (3-OCF<sub>3</sub>-phenyl)-NH-;  
(3-SMe-phenyl)-NH-; (4-F-phenyl)-NH-;  
(4-Cl-phenyl)-NH-; (4-CF<sub>3</sub>-phenyl)-NH-;  
30      (4-CH<sub>3</sub>-phenyl)-NH-; (4-OMe-phenyl)-NH-;  
(4-CN-phenyl)-NH-; (4-OCF<sub>3</sub>-phenyl)-NH-;  
(4-SMe-phenyl)-NH-; (2,3-diCl-phenyl)-NH-;  
(2,4-diCl-phenyl)-NH-; (2,5-diCl-phenyl)-NH-;  
(2,6-diCl-phenyl)-NH-; (3,4-diCl-phenyl)-NH-;  
(3,5-diCl-phenyl)-NH-; (2,3-diF-phenyl)-NH-;  
35      (2,4-diF-phenyl)-NH-; (2,5-diF-phenyl)-NH-;  
(2,6-diF-phenyl)-NH-; (3,4-diF-phenyl)-NH-;  
(3,5-diF-phenyl)-NH-; (2,3-diCH<sub>3</sub>-phenyl)-NH-;

(2,4-diCH<sub>3</sub>-phenyl)-NH-; (2,5-diCH<sub>3</sub>-phenyl)-NH-;  
(2,6-diCH<sub>3</sub>-phenyl)-NH-; (3,4-diCH<sub>3</sub>-phenyl)-NH-;  
(3,5-diCH<sub>3</sub>-phenyl)-NH-; (2,3-diCF<sub>3</sub>-phenyl)-NH-;  
5 (2,4-diCF<sub>3</sub>-phenyl)-NH-; (2,5-diCF<sub>3</sub>-phenyl)-NH-;  
(2,6-diCF<sub>3</sub>-phenyl)-NH-; (3,4-diCF<sub>3</sub>-phenyl)-NH-;  
(3,5-diCF<sub>3</sub>-phenyl)-NH-; (2,3-diOMe-phenyl)-NH-;  
(2,4-diOMe-phenyl)-NH-; (2,5-diOMe-phenyl)-NH-;  
(2,6-diOMe-phenyl)-NH-; (3,4-diOMe-phenyl)-NH-;  
10 (3,5-diOMe-phenyl)-NH-; (2-F-3-Cl-phenyl)-NH-;  
(2-F-4-Cl-phenyl)-NH-; (2-F-5-Cl-phenyl)-NH-;  
(2-F-6-Cl-phenyl)-NH-; (2-F-3-CH<sub>3</sub>-phenyl)-NH-;  
(2-F-4-CH<sub>3</sub>-phenyl)-NH-; (2-F-5-CH<sub>3</sub>-phenyl)-NH-;  
(2-F-6-CH<sub>3</sub>-phenyl)-NH-; (2-F-3-CF<sub>3</sub>-phenyl)-NH-;  
15 (2-F-4-CF<sub>3</sub>-phenyl)-NH-; (2-F-5-CF<sub>3</sub>-phenyl)-NH-;  
(2-F-6-CF<sub>3</sub>-phenyl)-NH-; (2-F-3-OMe-phenyl)-NH-;  
(2-F-4-OMe-phenyl)-NH-; (2-F-5-OMe-phenyl)-NH-;  
(2-F-6-OMe-phenyl)-NH-; (2-Cl-3-F-phenyl)-NH-;  
20 (2-Cl-4-F-phenyl)-NH-; (2-Cl-5-F-phenyl)-NH-;  
(2-Cl-6-F-phenyl)-NH-; (2-Cl-3-CH<sub>3</sub>-phenyl)-NH-;  
(2-Cl-4-CH<sub>3</sub>-phenyl)-NH-; (2-Cl-5-CH<sub>3</sub>-phenyl)-NH-;  
(2-Cl-6-CH<sub>3</sub>-phenyl)-NH-; (2-Cl-3-CF<sub>3</sub>-phenyl)-NH-;  
25 (2-Cl-4-CF<sub>3</sub>-phenyl)-NH-; (2-Cl-5-CF<sub>3</sub>-phenyl)-NH-;  
(2-Cl-6-CF<sub>3</sub>-phenyl)-NH-; (2-Cl-3-OMe-phenyl)-NH-;  
(2-Cl-4-OMe-phenyl)-NH-; (2-Cl-5-OMe-phenyl)-NH-;  
(2-Cl-6-OMe-phenyl)-NH-; (2-CH<sub>3</sub>-3-F-phenyl)-NH-;  
30 (2-CH<sub>3</sub>-4-F-phenyl)-NH-; (2-CH<sub>3</sub>-5-F-phenyl)-NH-;  
(2-CH<sub>3</sub>-6-F-phenyl)-NH-; (2-CH<sub>3</sub>-3-Cl-phenyl)-NH-;  
(2-CH<sub>3</sub>-4-Cl-phenyl)-NH-; (2-CH<sub>3</sub>-5-Cl-phenyl)-NH-;  
(2-CH<sub>3</sub>-6-Cl-phenyl)-NH-; (2-CH<sub>3</sub>-3-CF<sub>3</sub>-phenyl)-NH-;  
35 (2-CH<sub>3</sub>-4-CF<sub>3</sub>-phenyl)-NH-; (2-CH<sub>3</sub>-5-CF<sub>3</sub>-phenyl)-NH-;  
(2-CH<sub>3</sub>-6-CF<sub>3</sub>-phenyl)-NH-; (2-CH<sub>3</sub>-3-OMe-phenyl)-NH-;  
(2-CH<sub>3</sub>-4-OMe-phenyl)-NH-; (2-CH<sub>3</sub>-5-OMe-phenyl)-NH-;  
(2-CH<sub>3</sub>-6-OMe-phenyl)-NH-; (2-CF<sub>3</sub>-3-F-phenyl)-NH-;  
(2-CF<sub>3</sub>-4-F-phenyl)-NH-; (2-CF<sub>3</sub>-5-F-phenyl)-NH-;  
40 (2-CF<sub>3</sub>-6-F-phenyl)-NH-; (2-CF<sub>3</sub>-3-Cl-phenyl)-NH-;  
(2-CF<sub>3</sub>-4-Cl-phenyl)-NH-; (2-CF<sub>3</sub>-5-Cl-phenyl)-NH-;  
(2-CF<sub>3</sub>-6-Cl-phenyl)-NH-; (2-CF<sub>3</sub>-3-CH<sub>3</sub>-phenyl)-NH-;

\* \* \* \* \*

(2-CF<sub>3</sub>-4-CH<sub>3</sub>-phenyl)-NH-; (2-CH<sub>3</sub>-5-CF<sub>3</sub>-phenyl)-NH-;  
(2-CF<sub>3</sub>-6-CH<sub>3</sub>-phenyl)-NH-; (2-CF<sub>3</sub>-3-OMe-phenyl)-NH-;  
(2-CF<sub>3</sub>-4-OMe-phenyl)-NH-; (2-CF<sub>3</sub>-5-OMe-phenyl)-NH-;  
(2-CF<sub>3</sub>-6-OMe-phenyl)-NH-; (2-OMe-3-F-phenyl)-NH-;

5 (2-OMe-4-F-phenyl)-NH-; (2-OMe-5-F-phenyl)-NH-;  
(2-OMe-6-F-phenyl)-NH-; (2-OMe-3-Cl-phenyl)-NH-;  
(2-OMe-4-Cl-phenyl)-NH-; (2-OMe-5-Cl-phenyl)-NH-;  
(2-OMe-6-Cl-phenyl)-NH-; (2-OMe-4-CN-phenyl)-NH-;  
(2-OMe-4-CHO-phenyl)-NH-; (2-OMe-3-CH<sub>3</sub>-phenyl)-NH-;

10 (2-OMe-4-CH<sub>3</sub>-phenyl)-NH-; (2-OMe-5-CH<sub>3</sub>-phenyl)-NH-;  
(2-OMe-6-CH<sub>3</sub>-phenyl)-NH-; (2-OMe-3-CF<sub>3</sub>-phenyl)-NH-;  
(2-OMe-4-CF<sub>3</sub>-phenyl)-NH-; (2-OMe-5-CF<sub>3</sub>-phenyl)-NH-;  
(2-OMe-6-CF<sub>3</sub>-phenyl)-NH-; (2-acetyl-4-Cl-phenyl)-NH-;

15 (2-acetyl-4-Me-phenyl)-NH-; (2-acetyl-4-MeO-phenyl)-NH-;  
(2-CH<sub>3</sub>CH(OH)-4-Cl-phenyl)-NH-;  
(2-CH<sub>3</sub>CH(OH)-4-Me-phenyl)-NH-;  
(2-CH<sub>3</sub>CH(OH)-4-MeO-phenyl)-NH-;

20 (3-CF<sub>3</sub>-4-Cl-phenyl)-NH-; (3-F-4-CHO-phenyl)-NH-;  
(3-CH<sub>3</sub>-4-CN-phenyl)-NH-; (3-CH<sub>3</sub>-4-MeO-phenyl)-NH-;  
(3-CH<sub>3</sub>-4-Cl-phenyl)-NH-; (3-CH<sub>3</sub>-4-F-phenyl)-NH-;  
(3-F-5-CF<sub>3</sub>-phenyl)-NH-;

25 (3-CH<sub>3</sub>-4-CO<sub>2</sub>Me-phenyl)NH-; (3-CF<sub>3</sub>-4-C(O)CH<sub>3</sub>-phenyl)NH-;  
(3-CHO-4-OMe-phenyl)-NH-; (4-F-3-CF<sub>3</sub>-phenyl)-NH-;

30 (2,3,5-triCl-phenyl)-NH-; (2,4,5-triF-phenyl)-NH-;  
(2,6-diCl-3-Me-phenyl)-NH-; (3,5-diMe-4-MeO-phenyl)-NH-;  
(2-F-3-Cl-6-CF<sub>3</sub>-phenyl)-NH-;

35 benzyl-NH-; (3-quinolinyl)CH<sub>2</sub>NH-; (2-F-phenyl)CH<sub>2</sub>NH-;  
(2-Cl-phenyl)CH<sub>2</sub>NH-; (2-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-OMe-phenyl)CH<sub>2</sub>NH-;  
(2-CN-phenyl)CH<sub>2</sub>NH-; (2-OCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-SMe-phenyl)CH<sub>2</sub>NH-; (3-F-phenyl)CH<sub>2</sub>NH-;  
(3-Cl-phenyl)CH<sub>2</sub>NH-; (3-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(3-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (3-OMe-phenyl)CH<sub>2</sub>NH-;

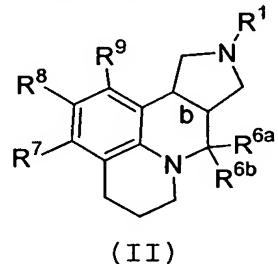
(3-CN-phenyl)CH<sub>2</sub>NH-; (3-OCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(3-SMe-phenyl)CH<sub>2</sub>NH-; (4-F-phenyl)CH<sub>2</sub>NH-;  
(4-Cl-phenyl)CH<sub>2</sub>NH-; (4-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(4-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (4-OMe-phenyl)CH<sub>2</sub>NH-;  
5 (4-CN-phenyl)CH<sub>2</sub>NH-; (4-OCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(4-SMe-phenyl)CH<sub>2</sub>NH-; (2,3-diCl-phenyl)CH<sub>2</sub>NH-;  
(2,4-diCl-phenyl)CH<sub>2</sub>NH-; (2,5-diCl-phenyl)CH<sub>2</sub>NH-;  
(2,6-diCl-phenyl)CH<sub>2</sub>NH-; (3,4-diCl-phenyl)CH<sub>2</sub>NH-;  
(3,5-diCl-phenyl)CH<sub>2</sub>NH-; (2,3-diF-phenyl)CH<sub>2</sub>NH-;  
10 (2,4-diF-phenyl)CH<sub>2</sub>NH-; (2,5-diF-phenyl)CH<sub>2</sub>NH-;  
(2,6-diF-phenyl)CH<sub>2</sub>NH-; (3,4-diF-phenyl)CH<sub>2</sub>NH-;  
(3,5-diF-phenyl)CH<sub>2</sub>NH-; (2,3-diCH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2,4-diCH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2,5-diCH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
15 (2,6-diCH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (3,4-diCH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(3,5-diCH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2,3-diCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2,4-diCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2,5-diCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2,6-diCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (3,4-diCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
20 (3,5-diCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2,3-diOMe-phenyl)CH<sub>2</sub>NH-;  
(2,4-diOMe-phenyl)CH<sub>2</sub>NH-; (2,5-diOMe-phenyl)CH<sub>2</sub>NH-;  
(2,6-diOMe-phenyl)CH<sub>2</sub>NH-; (3,4-diOMe-phenyl)CH<sub>2</sub>NH-;  
(3,5-diOMe-phenyl)CH<sub>2</sub>NH-; (2-F-3-Cl-phenyl)CH<sub>2</sub>NH-;  
25 (2-F-4-Cl-phenyl)CH<sub>2</sub>NH-; (2-F-5-Cl-phenyl)CH<sub>2</sub>NH-;  
(2-F-6-Cl-phenyl)CH<sub>2</sub>NH-; (2-F-3-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-F-4-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-F-5-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
30 (2-F-6-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-F-3-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-F-4-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-F-5-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-F-6-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-F-3-OMe-phenyl)CH<sub>2</sub>NH-;  
35 (2-F-4-OMe-phenyl)CH<sub>2</sub>NH-; (2-F-5-OMe-phenyl)CH<sub>2</sub>NH-;  
(2-F-6-OMe-phenyl)CH<sub>2</sub>NH-; (2-Cl-3-F-phenyl)CH<sub>2</sub>NH-;  
(2-Cl-4-F-phenyl)CH<sub>2</sub>NH-; (2-Cl-5-F-phenyl)CH<sub>2</sub>NH-;  
(2-Cl-6-F-phenyl)CH<sub>2</sub>NH-; (2-Cl-3-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-Cl-4-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-Cl-5-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-Cl-6-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-Cl-3-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-Cl-4-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-Cl-5-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
35 (2-Cl-6-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-Cl-3-OMe-phenyl)CH<sub>2</sub>NH-;  
(2-Cl-4-OMe-phenyl)CH<sub>2</sub>NH-; (2-Cl-5-OMe-phenyl)CH<sub>2</sub>NH-;  
(2-Cl-6-OMe-phenyl)CH<sub>2</sub>NH-; (2-CH<sub>3</sub>-3-F-phenyl)CH<sub>2</sub>NH-;

(2-CH<sub>3</sub>-4-F-phenyl)CH<sub>2</sub>NH-; (2-CH<sub>3</sub>-5-F-phenyl)CH<sub>2</sub>NH-;  
(2-CH<sub>3</sub>-6-F-phenyl)CH<sub>2</sub>NH-; (2-CH<sub>3</sub>-3-Cl-phenyl)CH<sub>2</sub>NH-;  
(2-CH<sub>3</sub>-4-Cl-phenyl)CH<sub>2</sub>NH-; (2-CH<sub>3</sub>-5-Cl-phenyl)CH<sub>2</sub>NH-;  
(2-CH<sub>3</sub>-6-Cl-phenyl)CH<sub>2</sub>NH-; (2-CH<sub>3</sub>-3-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
5 (2-CH<sub>3</sub>-4-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-CH<sub>3</sub>-5-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-CH<sub>3</sub>-6-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-CH<sub>3</sub>-3-OMe-phenyl)CH<sub>2</sub>NH-;  
(2-CH<sub>3</sub>-4-OMe-phenyl)CH<sub>2</sub>NH-; (2-CH<sub>3</sub>-5-OMe-phenyl)CH<sub>2</sub>NH-;  
(2-CH<sub>3</sub>-6-OMe-phenyl)CH<sub>2</sub>NH-; (2-CF<sub>3</sub>-3-F-phenyl)CH<sub>2</sub>NH-;  
(2-CF<sub>3</sub>-4-F-phenyl)CH<sub>2</sub>NH-; (2-CF<sub>3</sub>-5-F-phenyl)CH<sub>2</sub>NH-;  
10 (2-CF<sub>3</sub>-6-F-phenyl)CH<sub>2</sub>NH-; (2-CF<sub>3</sub>-3-Cl-phenyl)CH<sub>2</sub>NH-;  
(2-CF<sub>3</sub>-4-Cl-phenyl)CH<sub>2</sub>NH-; (2-CF<sub>3</sub>-5-Cl-phenyl)CH<sub>2</sub>NH-;  
(2-CF<sub>3</sub>-6-Cl-phenyl)CH<sub>2</sub>NH-; (2-CF<sub>3</sub>-3-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-CF<sub>3</sub>-4-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-CH<sub>3</sub>-5-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
15 (2-CF<sub>3</sub>-6-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-CF<sub>3</sub>-3-OMe-phenyl)CH<sub>2</sub>NH-;  
(2-CF<sub>3</sub>-4-OMe-phenyl)CH<sub>2</sub>NH-; (2-CF<sub>3</sub>-5-OMe-phenyl)CH<sub>2</sub>NH-;  
(2-CF<sub>3</sub>-6-OMe-phenyl)CH<sub>2</sub>NH-; (2-OMe-3-F-phenyl)CH<sub>2</sub>NH-;  
20 (2-OMe-4-F-phenyl)CH<sub>2</sub>NH-; (2-OMe-5-F-phenyl)CH<sub>2</sub>NH-;  
(2-OMe-6-F-phenyl)CH<sub>2</sub>NH-; (2-OMe-3-Cl-phenyl)CH<sub>2</sub>NH-;  
(2-OMe-4-Cl-phenyl)CH<sub>2</sub>NH-; (2-OMe-5-Cl-phenyl)CH<sub>2</sub>NH-;  
25 (2-OMe-6-Cl-phenyl)CH<sub>2</sub>NH-; (2-OMe-4-CN-phenyl)CH<sub>2</sub>NH-;  
(2-OMe-4-CHO-phenyl)CH<sub>2</sub>NH-; (2-OMe-3-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-OMe-4-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-OMe-5-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-OMe-6-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-OMe-3-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
30 (2-OMe-4-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-OMe-5-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-OMe-6-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-acetyl-4-Cl-phenyl)CH<sub>2</sub>NH-;  
(2-acetyl-4-Me-phenyl)CH<sub>2</sub>NH-;  
(2-acetyl-4-MeO-phenyl)CH<sub>2</sub>NH-;  
(2-CH<sub>3</sub>CH(OH)-4-Cl-phenyl)CH<sub>2</sub>NH-;  
(2-CH<sub>3</sub>CH(OH)-4-Me-phenyl)CH<sub>2</sub>NH-;  
35 (2-CH<sub>3</sub>CH(OH)-4-MeO-phenyl)CH<sub>2</sub>NH-;  
(3-CF<sub>3</sub>-4-Cl-phenyl)CH<sub>2</sub>NH-; (3-F-4-CHO-phenyl)CH<sub>2</sub>NH-;  
(3-CH<sub>3</sub>-4-CN-phenyl)CH<sub>2</sub>NH-; (3-CH<sub>3</sub>-4-MeO-phenyl)CH<sub>2</sub>NH-;  
(3-CH<sub>3</sub>-4-Cl-phenyl)CH<sub>2</sub>NH-; (3-CH<sub>3</sub>-4-F-phenyl)CH<sub>2</sub>NH-;  
(4-F-3-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (3-CH<sub>3</sub>-4-CO<sub>2</sub>Me-phenyl)CH<sub>2</sub>NH-;  
(3-CF<sub>3</sub>-4-C(O)CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(3-CHO-4-OMe-phenyl)CH<sub>2</sub>NH-;

(2,3,5-triCl-phenyl)CH<sub>2</sub>NH-;  
(2,4,5-triF-phenyl)CH<sub>2</sub>NH-;  
(2,6-diCl-3-Me-phenyl)CH<sub>2</sub>NH-;  
5 (3,5-diMe-4-MeO-phenyl)CH<sub>2</sub>NH-; and  
(2-F-3-Cl-6-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;

provided that two of R<sup>7</sup>, R<sup>8</sup>, and R<sup>9</sup>, are independently selected from hydrogen, fluoro, chloro, bromo, cyano,  
10 methyl, ethyl, propyl, isopropyl, butyl, t-butyl, nitro, trifluoromethyl, methoxy, ethoxy, isopropoxy, and trifluoromethoxy.

8. A compound of Claim 7 of Formula (II)



wherein:

20 b is a single bond, wherein the bridge hydrogens are in a cis or trans position;

R<sup>1</sup> is selected from

hydrogen, methyl, ethyl, n-propyl, n-butyl, s-butyl,  
25 t-butyl, n-pentyl, n-hexyl, 2-propyl, 2-butyl, 2-pentyl,  
2-hexyl, 2-methylpropyl, 2-methylbutyl, 2-methylpentyl,  
2-ethylbutyl, 3-methylpentyl, 3-methylbutyl,  
4-methylpentyl, 2-fluoroethyl, 2,2-difluoroethyl,  
2,2,2-trifluoroethyl, 2-propenyl, 2-methyl-2-propenyl,  
30 trans-2-butenyl, 3-methyl-2-butenyl, 3-butenyl,  
trans-2-pentenyl, cis-2-pentenyl, 4-pentenyl,  
4-methyl-3-pentenyl, 3,3-dichloro-2-propenyl,

trans-3-phenyl-2-propenyl, cyclopropyl, cyclobutyl,  
cyclopentyl, cyclohexyl, cyclopropylmethyl,  
cyclobutylmethyl, cyclopentylmethyl, cyclohexylmethyl,  
-CH=CH<sub>2</sub>, -CH<sub>2</sub>-CH=CH<sub>2</sub>, -CH=CH-CH<sub>3</sub>, -C≡CH, -C≡C-CH<sub>3</sub>,  
5 and -CH<sub>2</sub>-C≡CH;

R<sup>6a</sup> is H;

R<sup>6b</sup> is H;

10 alternatively, R<sup>6a</sup> and R<sup>6b</sup> are taken together to form =O;

R<sup>7</sup> and R<sup>9</sup>, at each occurrence, are independently selected  
from hydrogen, fluoro, methyl, trifluoromethyl, and  
15 methoxy;

R<sup>8</sup> is selected from

hydrogen, fluoro, chloro, bromo, cyano, methyl, ethyl,  
propyl, isopropyl, butyl, t-butyl, nitro,  
20 trifluoromethyl, methoxy, ethoxy, isopropoxy,  
trifluoromethoxy, phenyl;

2-Cl-phenyl; 2-F-phenyl; 2-Br-phenyl; 2-CN-phenyl;  
2-Me-phenyl; 2-CF<sub>3</sub>-phenyl; 2-MeO-phenyl; 2-CF<sub>3</sub>O-phenyl;  
25 2-NO<sub>2</sub>-phenyl; 2-MeS-phenyl; 2-CHO-phenyl; 2-HOCH<sub>2</sub>-  
phenyl;

3-Cl-phenyl; 3-F-phenyl; 3-Br-phenyl; 3-CN-phenyl;  
3-Me-phenyl; 3-Et-phenyl; 3-n-Pr-phenyl; 3-isoPr-phenyl;  
30 3-n-Bu-phenyl; 3-CF<sub>3</sub>-phenyl; 3-MeO-phenyl; 3-MeS-phenyl;  
3-isopropoxyphenyl; 3-CF<sub>3</sub>O-phenyl; 3-NO<sub>2</sub>-phenyl;  
3-CHO-phenyl; 3-HOCH<sub>2</sub>-phenyl; 3-MeOCH<sub>2</sub>-phenyl;  
3-Me<sub>2</sub>NCH<sub>2</sub>-phenyl;

35 4-Cl-phenyl; 4-F-phenyl; 4-Br-phenyl; 4-CN-phenyl;  
4-Me-phenyl; 4-Et-phenyl; 4-n-Pr-phenyl; 4-iso-Pr-  
phenyl;

4-n-Bu-phenyl; 4-CF<sub>3</sub>-phenyl; 4-MeO-phenyl;  
4-isopropoxyphenyl; 4-CF<sub>3</sub>O-phenyl; 4-MeS-phenyl;

5       4-acetylphenyl; 3-acetamidophenyl; 4-pyridyl;  
2-furanyl; 2-thiophenyl; 2-naphthyl; 1-pyrrolidinyl,  
2,3-diCl-phenyl; 2,3-diF-phenyl; 2,3-diMe-phenyl;  
2,3-diCF<sub>3</sub>-phenyl; 2,3-diMeO-phenyl; 2,3-diCF<sub>3</sub>O-phenyl;

10      2,4-diCl-phenyl; 2,4-diF-phenyl; 2,4-diMe-phenyl;  
2,4-diCF<sub>3</sub>-phenyl; 2,4-diMeO-phenyl; 2,4-diCF<sub>3</sub>O-phenyl;  
2,5-diCl-phenyl; 2,5-diF-phenyl; 2,5-diMe-phenyl;  
2,5-diCF<sub>3</sub>-phenyl; 2,5-diMeO-phenyl; 2,5-diCF<sub>3</sub>O-phenyl;

15      2,6-diCl-phenyl; 2,6-diF-phenyl; 2,6-diMe-phenyl;  
2,6-diCF<sub>3</sub>-phenyl; 2,6-diMeO-phenyl; 2,6-diCF<sub>3</sub>O-phenyl;

20      3,4-diCl-phenyl; 3,4-diF-phenyl; 3,4-diMe-phenyl;  
3,4-diCF<sub>3</sub>-phenyl; 3,4-diMeO-phenyl; 3,4-diCF<sub>3</sub>O-phenyl;  
2,4,6-triCl-phenyl; 2,4,6-triF-phenyl;  
2,4,6-triMe-phenyl; 2,4,6-triCF<sub>3</sub>-phenyl;  
2,4,6-triMeO-phenyl; 2,4,6-triCF<sub>3</sub>O-phenyl;

25      2,4,5-triMe-phenyl; 2,3,4-triF-phenyl;  
2-Me-4-MeO-5-F-phenyl; 2,6-diCl-4-MeO-phenyl;  
2,4-diMeO-6-F-phenyl; 2,6-diF-4-Cl-phenyl;  
2,3,4,6-tetraF-phenyl; 2,3,4,5,6-pentaF-phenyl;

30      2-Cl-4-F-phenyl; 2-Cl-6-F-phenyl; 2-Cl-3-Me-phenyl;  
2-Cl-4-MeO-phenyl; 2-Cl-4-EtO-phenyl;  
2-Cl-4-iPrO-phenyl; 2-Cl-4-CF<sub>3</sub>-phenyl;  
2-Cl-4-CF<sub>3</sub>O-phenyl; 2-Cl-4-(CHF<sub>2</sub>)O-phenyl;  
2-F-3-Cl-phenyl; 2-F-4-MeO-phenyl; 2-F-5-Me-phenyl;

35      2-Me-3-Cl-phenyl; 2-Me-3-CN-phenyl; 2-Me-4-Cl-phenyl;  
2-Me-4-F-phenyl; 2-Me-4-CN-phenyl; 2-Me-4-MeO-phenyl;

2-Me-4-EtO-phenyl; 2-Me-4-MeS-phenyl;  
2-Me-4-H<sub>2</sub>NCO-phenyl; 2-Me-4-MeOC(=O)-phenyl;  
2-Me-4-CH<sub>3</sub>C(=O)-phenyl; 2-Me-5-F-phenyl;  
2-Et-4-MeO-phenyl; 2-MeO-5-F-phenyl;  
5 2-MeO-4-isopropyl-phenyl; 2-CF<sub>3</sub>-4-Cl-phenyl;  
2-CF<sub>3</sub>-4-F-phenyl; 2-CF<sub>3</sub>-4-MeO-phenyl;  
2-CF<sub>3</sub>-4-EtO-phenyl; 2-CF<sub>3</sub>-4-iPrO-phenyl;  
2-CF<sub>3</sub>-4-CN-phenyl; 2-CF<sub>3</sub>-6-F-phenyl;  
2-CHO-4-MeO-phenyl; 2-MeOC(=O)-3-MeO-phenyl;  
10 2-CH<sub>3</sub>CH(OH)-4-MeO-phenyl; 2-CH<sub>3</sub>CH(OH)-4-F-phenyl;  
2-CH<sub>3</sub>CH(OH)-4-Cl-phenyl; 2-CH<sub>3</sub>CH(OH)-4-Me-phenyl;  
2-CH<sub>3</sub>CH(OMe)-4-MeO-phenyl; 2-CH<sub>3</sub>C(=O)-4-MeO-phenyl;  
2-CH<sub>3</sub>C(=O)-4-F-phenyl; 2-CH<sub>3</sub>C(=O)-4-Cl-phenyl;  
15 2-CH<sub>3</sub>C(=O)-4-Me-phenyl; 2-H<sub>2</sub>C(OH)-4-MeO-phenyl;  
2-H<sub>2</sub>C(OMe)-4-MeO-phenyl; 2-H<sub>3</sub>CCH<sub>2</sub>CH(OH)-4-MeO-phenyl;  
(Z)-2-HOCH<sub>2</sub>CH=CH-4-MeO-phenyl;  
(E)-2-HOCH<sub>2</sub>CH=CH-4-MeO-phenyl;  
20 (Z)-2-CH<sub>3</sub>CO<sub>2</sub>CH=CH-4-MeO-phenyl;  
(E)-2-CH<sub>3</sub>CO<sub>2</sub>CH=CH-4-MeO-phenyl;  
2-CH<sub>3</sub>OCH<sub>2</sub>CH<sub>2</sub>-4-MeO-phenyl;

3-CN-4-F-phenyl; 3-H<sub>2</sub>NCO-4-F-phenyl;  
(2-Cl-phenyl)-CH=CH-; (3-Cl-phenyl)-CH=CH-;  
25 (2,6-diF-phenyl)-CH=CH-; phenyl-CH=CH-;  
(2-Me-4-MeO-phenyl)-CH=CH-;

cyclohexyl; cyclopentyl; cyclohexylmethyl; benzyl;  
2-F-benzyl; 3-F-benzyl; 4-F-benzyl; 3-MeO-benzyl;  
30 3-OH-benzyl; 2-MeO-benzyl; 2-OH-benzyl;  
tetrahydroquinolin-1-yl;  
tetrahydroindolin-1-yl;  
tetrahydroisoindolin-1-yl;

35 phenyl-S-; phenyl-NH-; pyrid-3-yl-NH-;  
(4-Me-pyrid-3-yl)-NH-; (4-Cl-pyrid-3-yl)-NH-;  
(1-naphthyl)-NH-; (2-naphthyl)-NH-;

(2-Me-naphth-1-yl)-NH-; (4-Me-naphth-1-yl)-NH-;  
(3-quinolinyl)-NH-;

5 (2-[1,1'-biphenyl])-NH-; (3-[1,1'-biphenyl])-NH-;  
(4-[1,1'-biphenyl])-NH-; (2-F-phenyl)-NH-;  
(2-Cl-phenyl)-NH-; (2-CF<sub>3</sub>-phenyl)-NH-;  
(2-CH<sub>3</sub>-phenyl)-NH-; (2-OMe-phenyl)-NH-;  
(2-CN-phenyl)-NH-; (2-OCF<sub>3</sub>-phenyl)-NH-;  
10 (2-SMe-phenyl)-NH-; (3-F-phenyl)-NH-;  
(3-Cl-phenyl)-NH-; (3-CF<sub>3</sub>-phenyl)-NH-;  
(3-CH<sub>3</sub>-phenyl)-NH-; (3-OMe-phenyl)-NH-;  
(3-CN-phenyl)-NH-; (3-OCF<sub>3</sub>-phenyl)-NH-;  
(3-SMe-phenyl)-NH-; (4-F-phenyl)-NH-;  
15 (4-Cl-phenyl)-NH-; (4-CF<sub>3</sub>-phenyl)-NH-;  
(4-CH<sub>3</sub>-phenyl)-NH-; (4-OMe-phenyl)-NH-;  
(4-CN-phenyl)-NH-; (4-OCF<sub>3</sub>-phenyl)-NH-;  
(4-SMe-phenyl)-NH-; (2,3-diCl-phenyl)-NH-;  
(2,4-diCl-phenyl)-NH-; (2,5-diCl-phenyl)-NH-;  
20 (2,6-diCl-phenyl)-NH-; (3,4-diCl-phenyl)-NH-;  
(3,5-diCl-phenyl)-NH-; (2,3-diF-phenyl)-NH-;  
(2,4-diF-phenyl)-NH-; (2,5-diF-phenyl)-NH-;  
(2,6-diF-phenyl)-NH-; (3,4-diF-phenyl)-NH-;  
(3,5-diF-phenyl)-NH-; (2,3-diCH<sub>3</sub>-phenyl)-NH-;  
25 (2,4-diCH<sub>3</sub>-phenyl)-NH-; (2,5-diCH<sub>3</sub>-phenyl)-NH-;  
(2,6-diCH<sub>3</sub>-phenyl)-NH-; (3,4-diCH<sub>3</sub>-phenyl)-NH-;  
(3,5-diCH<sub>3</sub>-phenyl)-NH-; (2,3-diCF<sub>3</sub>-phenyl)-NH-;  
(2,4-diCF<sub>3</sub>-phenyl)-NH-; (2,5-diCF<sub>3</sub>-phenyl)-NH-;  
30 (2,6-diCF<sub>3</sub>-phenyl)-NH-; (3,4-diCF<sub>3</sub>-phenyl)-NH-;  
(3,5-diCF<sub>3</sub>-phenyl)-NH-; (2,3-diOMe-phenyl)-NH-;  
(2,4-diOMe-phenyl)-NH-; (2,5-diOMe-phenyl)-NH-;  
(2,6-diOMe-phenyl)-NH-; (3,4-diOMe-phenyl)-NH-;  
35 (3,5-diOMe-phenyl)-NH-; (2-F-3-Cl-phenyl)-NH-;  
(2-F-4-Cl-phenyl)-NH-; (2-F-5-Cl-phenyl)-NH-;  
(2-F-6-Cl-phenyl)-NH-; (2-F-3-CH<sub>3</sub>-phenyl)-NH-;  
(2-F-4-CH<sub>3</sub>-phenyl)-NH-; (2-F-5-CH<sub>3</sub>-phenyl)-NH-;  
(2-F-6-CH<sub>3</sub>-phenyl)-NH-; (2-F-3-CF<sub>3</sub>-phenyl)-NH-;  
(2-F-4-CF<sub>3</sub>-phenyl)-NH-; (2-F-5-CF<sub>3</sub>-phenyl)-NH-;

50

(2-F-6-CF<sub>3</sub>-phenyl)-NH-; (2-F-3-OMe-phenyl)-NH-;  
(2-F-4-OMe-phenyl)-NH-; (2-F-5-OMe-phenyl)-NH-;  
(2-F-6-OMe-phenyl)-NH-; (2-Cl-3-F-phenyl)-NH-;  
(2-Cl-4-F-phenyl)-NH-; (2-Cl-5-F-phenyl)-NH-;  
5 (2-Cl-6-F-phenyl)-NH-; (2-Cl-3-CH<sub>3</sub>-phenyl)-NH-;  
(2-Cl-4-CH<sub>3</sub>-phenyl)-NH-; (2-Cl-5-CH<sub>3</sub>-phenyl)-NH-;  
(2-Cl-6-CH<sub>3</sub>-phenyl)-NH-; (2-Cl-3-CF<sub>3</sub>-phenyl)-NH-;  
(2-Cl-4-CF<sub>3</sub>-phenyl)-NH-; (2-Cl-5-CF<sub>3</sub>-phenyl)-NH-;  
(2-Cl-6-CF<sub>3</sub>-phenyl)-NH-; (2-Cl-3-OMe-phenyl)-NH-;  
10 (2-Cl-4-OMe-phenyl)-NH-; (2-Cl-5-OMe-phenyl)-NH-;  
(2-Cl-6-OMe-phenyl)-NH-; (2-CH<sub>3</sub>-3-F-phenyl)-NH-;  
(2-CH<sub>3</sub>-4-F-phenyl)-NH-; (2-CH<sub>3</sub>-5-F-phenyl)-NH-;  
(2-CH<sub>3</sub>-6-F-phenyl)-NH-; (2-CH<sub>3</sub>-3-Cl-phenyl)-NH-;  
15 (2-CH<sub>3</sub>-4-Cl-phenyl)-NH-; (2-CH<sub>3</sub>-5-Cl-phenyl)-NH-;  
(2-CH<sub>3</sub>-6-Cl-phenyl)-NH-; (2-CH<sub>3</sub>-3-CF<sub>3</sub>-phenyl)-NH-;  
(2-CH<sub>3</sub>-4-CF<sub>3</sub>-phenyl)-NH-; (2-CH<sub>3</sub>-5-CF<sub>3</sub>-phenyl)-NH-;  
(2-CH<sub>3</sub>-6-CF<sub>3</sub>-phenyl)-NH-; (2-CH<sub>3</sub>-3-OMe-phenyl)-NH-;  
20 (2-CH<sub>3</sub>-4-OMe-phenyl)-NH-; (2-CH<sub>3</sub>-5-OMe-phenyl)-NH-;  
(2-CH<sub>3</sub>-6-OMe-phenyl)-NH-; (2-CF<sub>3</sub>-3-F-phenyl)-NH-;  
(2-CF<sub>3</sub>-4-F-phenyl)-NH-; (2-CF<sub>3</sub>-5-F-phenyl)-NH-;  
(2-CF<sub>3</sub>-6-F-phenyl)-NH-; (2-CF<sub>3</sub>-3-Cl-phenyl)-NH-;  
25 (2-CF<sub>3</sub>-4-Cl-phenyl)-NH-; (2-CF<sub>3</sub>-5-Cl-phenyl)-NH-;  
(2-CF<sub>3</sub>-6-Cl-phenyl)-NH-; (2-CF<sub>3</sub>-3-CH<sub>3</sub>-phenyl)-NH-;  
(2-CF<sub>3</sub>-4-CH<sub>3</sub>-phenyl)-NH-; (2-CH<sub>3</sub>-5-CF<sub>3</sub>-phenyl)-NH-;  
30 (2-CF<sub>3</sub>-6-CH<sub>3</sub>-phenyl)-NH-; (2-CF<sub>3</sub>-3-OMe-phenyl)-NH-;  
(2-CF<sub>3</sub>-4-OMe-phenyl)-NH-; (2-CF<sub>3</sub>-5-OMe-phenyl)-NH-;  
(2-CF<sub>3</sub>-6-OMe-phenyl)-NH-; (2-OMe-3-F-phenyl)-NH-;  
(2-OMe-4-F-phenyl)-NH-; (2-OMe-5-F-phenyl)-NH-;  
35 (2-OMe-6-F-phenyl)-NH-; (2-OMe-3-Cl-phenyl)-NH-;  
(2-OMe-4-Cl-phenyl)-NH-; (2-OMe-5-Cl-phenyl)-NH-;  
(2-OMe-6-Cl-phenyl)-NH-; (2-OMe-4-CN-phenyl)-NH-;  
(2-OMe-4-CHO-phenyl)-NH-; (2-OMe-3-CH<sub>3</sub>-phenyl)-NH-;  
(2-OMe-4-CH<sub>3</sub>-phenyl)-NH-; (2-OMe-5-CH<sub>3</sub>-phenyl)-NH-;  
(2-OMe-6-CH<sub>3</sub>-phenyl)-NH-; (2-OMe-3-CF<sub>3</sub>-phenyl)-NH-;  
40 (2-OMe-4-CF<sub>3</sub>-phenyl)-NH-; (2-OMe-5-CF<sub>3</sub>-phenyl)-NH-;  
(2-OMe-6-CF<sub>3</sub>-phenyl)-NH-; (2-acetyl-4-Cl-phenyl)-NH-;  
(2-acetyl-4-Me-phenyl)-NH-; (2-acetyl-4-MeO-phenyl)-NH-;

- (2-CH<sub>3</sub>CH(OH)-4-Cl-phenyl)-NH-;  
 (2-CH<sub>3</sub>CH(OH)-4-Me-phenyl)-NH-;  
 (2-CH<sub>3</sub>CH(OH)-4-MeO-phenyl)-NH-;
- 5 (3-CF<sub>3</sub>-4-Cl-phenyl)-NH-; (3-F-4-CHO-phenyl)-NH-;  
 (3-CH<sub>3</sub>-4-CN-phenyl)-NH-; (3-CH<sub>3</sub>-4-MeO-phenyl)-NH-;  
 (3-CH<sub>3</sub>-4-Cl-phenyl)-NH-; (3-CH<sub>3</sub>-4-F-phenyl)-NH-;  
 (3-F-5-CF<sub>3</sub>-phenyl)-NH-;
- 10 (3-CH<sub>3</sub>-4-CO<sub>2</sub>Me-phenyl)NH-; (3-CF<sub>3</sub>-4-C(O)CH<sub>3</sub>-phenyl)NH-;  
 (3-CHO-4-OMe-phenyl)-NH-; (4-F-3-CF<sub>3</sub>-phenyl)-NH-;
- 15 (2,3,5-triCl-phenyl)-NH-; (2,4,5-triF-phenyl)-NH-;  
 (2,6-diCl-3-Me-phenyl)-NH-; (3,5-diMe-4-MeO-phenyl)-NH-;  
 (2-F-3-Cl-6-CF<sub>3</sub>-phenyl)-NH-;
- 20 benzyl-NH-; (3-quinolinyl)CH<sub>2</sub>NH-; (2-F-phenyl)CH<sub>2</sub>NH-;  
 (2-Cl-phenyl)CH<sub>2</sub>NH-; (2-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
 (2-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-OMe-phenyl)CH<sub>2</sub>NH-;
- 25 (2-CN-phenyl)CH<sub>2</sub>NH-; (2-OCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
 (2-SMe-phenyl)CH<sub>2</sub>NH-; (3-F-phenyl)CH<sub>2</sub>NH-;  
 (3-Cl-phenyl)CH<sub>2</sub>NH-; (3-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
 (3-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (3-OMe-phenyl)CH<sub>2</sub>NH-;  
 (3-CN-phenyl)CH<sub>2</sub>NH-; (3-OCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;
- 30 (3-SMe-phenyl)CH<sub>2</sub>NH-; (4-F-phenyl)CH<sub>2</sub>NH-;  
 (4-Cl-phenyl)CH<sub>2</sub>NH-; (4-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
 (4-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (4-OMe-phenyl)CH<sub>2</sub>NH-;  
 (4-CN-phenyl)CH<sub>2</sub>NH-; (4-OCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
 (4-SMe-phenyl)CH<sub>2</sub>NH-; (2,3-diCl-phenyl)CH<sub>2</sub>NH-;
- 35 (2,4-diCl-phenyl)CH<sub>2</sub>NH-; (2,5-diCl-phenyl)CH<sub>2</sub>NH-;  
 (2,6-diCl-phenyl)CH<sub>2</sub>NH-; (3,4-diCl-phenyl)CH<sub>2</sub>NH-;  
 (3,5-diCl-phenyl)CH<sub>2</sub>NH-; (2,3-diF-phenyl)CH<sub>2</sub>NH-;  
 (2,4-diF-phenyl)CH<sub>2</sub>NH-; (2,5-diF-phenyl)CH<sub>2</sub>NH-;  
 (2,6-diF-phenyl)CH<sub>2</sub>NH-; (3,4-diF-phenyl)CH<sub>2</sub>NH-;
- 35 (3,5-diF-phenyl)CH<sub>2</sub>NH-; (2,3-diCH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
 (2,4-diCH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2,5-diCH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
 (2,6-diCH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (3,4-diCH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;

(3,5-diCH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2,3-diCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2,4-diCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2,5-diCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2,6-diCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (3,4-diCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(3,5-diCF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2,3-diOMe-phenyl)CH<sub>2</sub>NH-;  
5 (2,4-diOMe-phenyl)CH<sub>2</sub>NH-; (2,5-diOMe-phenyl)CH<sub>2</sub>NH-;  
(2,6-diOMe-phenyl)CH<sub>2</sub>NH-; (3,4-diOMe-phenyl)CH<sub>2</sub>NH-;  
(3,5-diOMe-phenyl)CH<sub>2</sub>NH-; (2-F-3-Cl-phenyl)CH<sub>2</sub>NH-;  
(2-F-4-Cl-phenyl)CH<sub>2</sub>NH-; (2-F-5-Cl-phenyl)CH<sub>2</sub>NH-;  
(2-F-6-Cl-phenyl)CH<sub>2</sub>NH-; (2-F-3-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
10 (2-F-4-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-F-5-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-F-6-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-F-3-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-F-4-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-F-5-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-F-6-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-F-3-OMe-phenyl)CH<sub>2</sub>NH-;  
15 (2-F-4-OMe-phenyl)CH<sub>2</sub>NH-; (2-F-5-OMe-phenyl)CH<sub>2</sub>NH-;  
(2-F-6-OMe-phenyl)CH<sub>2</sub>NH-; (2-Cl-3-F-phenyl)CH<sub>2</sub>NH-;  
(2-Cl-4-F-phenyl)CH<sub>2</sub>NH-; (2-Cl-5-F-phenyl)CH<sub>2</sub>NH-;  
(2-Cl-6-F-phenyl)CH<sub>2</sub>NH-; (2-Cl-3-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
20 (2-Cl-4-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-Cl-5-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-Cl-6-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-Cl-3-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-Cl-4-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-Cl-5-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
25 (2-Cl-6-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-Cl-3-OMe-phenyl)CH<sub>2</sub>NH-;  
(2-Cl-4-OMe-phenyl)CH<sub>2</sub>NH-; (2-Cl-5-OMe-phenyl)CH<sub>2</sub>NH-;  
(2-Cl-6-OMe-phenyl)CH<sub>2</sub>NH-; (2-CH<sub>3</sub>-3-F-phenyl)CH<sub>2</sub>NH-;  
30 (2-CH<sub>3</sub>-4-F-phenyl)CH<sub>2</sub>NH-; (2-CH<sub>3</sub>-5-F-phenyl)CH<sub>2</sub>NH-;  
(2-CH<sub>3</sub>-6-F-phenyl)CH<sub>2</sub>NH-; (2-CH<sub>3</sub>-3-Cl-phenyl)CH<sub>2</sub>NH-;  
(2-CH<sub>3</sub>-4-Cl-phenyl)CH<sub>2</sub>NH-; (2-CH<sub>3</sub>-5-Cl-phenyl)CH<sub>2</sub>NH-;  
(2-CH<sub>3</sub>-6-Cl-phenyl)CH<sub>2</sub>NH-; (2-CH<sub>3</sub>-3-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
35 (2-CH<sub>3</sub>-4-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-CH<sub>3</sub>-5-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-CH<sub>3</sub>-6-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-CH<sub>3</sub>-3-OMe-phenyl)CH<sub>2</sub>NH-;  
(2-CH<sub>3</sub>-4-OMe-phenyl)CH<sub>2</sub>NH-; (2-CH<sub>3</sub>-5-OMe-phenyl)CH<sub>2</sub>NH-;  
(2-CH<sub>3</sub>-6-OMe-phenyl)CH<sub>2</sub>NH-; (2-CF<sub>3</sub>-3-F-phenyl)CH<sub>2</sub>NH-;  
(2-CF<sub>3</sub>-4-F-phenyl)CH<sub>2</sub>NH-; (2-CF<sub>3</sub>-5-F-phenyl)CH<sub>2</sub>NH-;  
(2-CF<sub>3</sub>-6-F-phenyl)CH<sub>2</sub>NH-; (2-CF<sub>3</sub>-3-Cl-phenyl)CH<sub>2</sub>NH-;  
(2-CF<sub>3</sub>-4-Cl-phenyl)CH<sub>2</sub>NH-; (2-CF<sub>3</sub>-5-Cl-phenyl)CH<sub>2</sub>NH-;

- (2-CF<sub>3</sub>-4-OMe-phenyl)CH<sub>2</sub>NH-; (2-CF<sub>3</sub>-5-OMe-phenyl)CH<sub>2</sub>NH-;  
(2-CF<sub>3</sub>-6-OMe-phenyl)CH<sub>2</sub>NH-; (2-OMe-3-F-phenyl)CH<sub>2</sub>NH-;  
(2-OMe-4-F-phenyl)CH<sub>2</sub>NH-; (2-OMe-5-F-phenyl)CH<sub>2</sub>NH-;  
(2-OMe-6-F-phenyl)CH<sub>2</sub>NH-; (2-OMe-3-Cl-phenyl)CH<sub>2</sub>NH-;
- 5 (2-OMe-4-Cl-phenyl)CH<sub>2</sub>NH-; (2-OMe-5-Cl-phenyl)CH<sub>2</sub>NH-;  
(2-OMe-6-Cl-phenyl)CH<sub>2</sub>NH-; (2-OMe-4-CN-phenyl)CH<sub>2</sub>NH-;  
(2-OMe-4-CHO-phenyl)CH<sub>2</sub>NH-; (2-OMe-3-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-OMe-4-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-OMe-5-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
10 (2-OMe-6-CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-OMe-3-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-OMe-4-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (2-OMe-5-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(2-acetyl-4-Cl-phenyl)CH<sub>2</sub>NH-;  
15 (2-acetyl-4-Me-phenyl)CH<sub>2</sub>NH-;  
(2-acetyl-4-MeO-phenyl)CH<sub>2</sub>NH-;  
(2-CH<sub>3</sub>CH(OH)-4-Cl-phenyl)CH<sub>2</sub>NH-;
- 20 (2-CH<sub>3</sub>CH(OH)-4-Me-phenyl)CH<sub>2</sub>NH-;  
(2-CH<sub>3</sub>CH(OH)-4-MeO-phenyl)CH<sub>2</sub>NH-;  
(3-CF<sub>3</sub>-4-Cl-phenyl)CH<sub>2</sub>NH-; (3-F-4-CHO-phenyl)CH<sub>2</sub>NH-;  
(3-CH<sub>3</sub>-4-CN-phenyl)CH<sub>2</sub>NH-; (3-CH<sub>3</sub>-4-MeO-phenyl)CH<sub>2</sub>NH-;
- 25 (3-CH<sub>3</sub>-4-Cl-phenyl)CH<sub>2</sub>NH-; (3-CH<sub>3</sub>-4-F-phenyl)CH<sub>2</sub>NH-;  
(4-F-3-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-; (3-CH<sub>3</sub>-4-CO<sub>2</sub>Me-phenyl)CH<sub>2</sub>NH-;  
(3-CF<sub>3</sub>-4-C(O)CH<sub>3</sub>-phenyl)CH<sub>2</sub>NH-;  
(3-CHO-4-OMe-phenyl)CH<sub>2</sub>NH-;
- 30 (2,3,5-triCl-phenyl)CH<sub>2</sub>NH-;  
(2,4,5-triF-phenyl)CH<sub>2</sub>NH-;  
(2,6-diCl-3-Me-phenyl)CH<sub>2</sub>NH-;  
(3,5-diMe-4-MeO-phenyl)CH<sub>2</sub>NH-; and  
(2-F-3-Cl-6-CF<sub>3</sub>-phenyl)CH<sub>2</sub>NH-.
9. A compound of Claim 1, 2, 3, 4, 5, 6, or 7, wherein X is a bond.
10. A compound of Claim 1, 2, 3, 4, 5, 6, or 7, wherein X is -O- or -S-.

11. A compound of Claim 1, 2, 3, 4, 5, 6, or 7, wherein X is -OCH<sub>2</sub>- or -SCH<sub>2</sub>-.

12. A compound of Claim 1, 2, 3, 4, 5, 6, or 7, wherein X  
5 is -CH<sub>2</sub>-.

13. A compound of Claim 1 wherein:

10 X is a bond, -CH<sub>2</sub>-, -O-, -S-, -S(=O)-, -S(=O)<sub>2</sub>-, -NR<sup>10</sup>-,  
-CH<sub>2</sub>CH<sub>2</sub>-, -OCH<sub>2</sub>-, -SCH<sub>2</sub>-, -CH<sub>2</sub>O-, -CH<sub>2</sub>S-, or -CH<sub>2</sub>NR<sup>10</sup>-;

R<sup>1</sup> is selected from

C<sub>1-6</sub> alkyl substituted with Z,

15 C<sub>2-6</sub> alkenyl substituted with Z,

C<sub>2-6</sub> alkynyl substituted with Z,

C<sub>3-6</sub> cycloalkyl substituted with Z,

aryl substituted with Z,

20 5-6 membered heterocyclic ring system containing at least one heteroatom selected from the group consisting of N, O, and S, said heterocyclic ring system substituted with Z;

C<sub>1-6</sub> alkyl substituted with 0-2 R<sup>2</sup>,

25 C<sub>2-6</sub> alkenyl substituted with 0-2 R<sup>2</sup>,

C<sub>2-6</sub> alkynyl substituted with 0-2 R<sup>2</sup>,

aryl substituted with 0-2 R<sup>2</sup>, and

30 5-6 membered heterocyclic ring system containing at least one heteroatom selected from the group consisting of N, O, and S, said heterocyclic ring system substituted with 0-2 R<sup>2</sup>;

Z is selected from H,

-CH(OH)R<sup>2</sup>,

-C(ethylenedioxy)R<sup>2</sup>,

35 -OR<sup>2</sup>,

-SR<sup>2</sup>,

-NR<sup>2</sup>R<sup>3</sup>,

-C(O)R<sup>2</sup>,  
-C(O)NR<sup>2</sup>R<sup>3</sup>,  
-NR<sup>3</sup>C(O)R<sup>2</sup>,  
-C(O)OR<sup>2</sup>,  
5 -OC(O)R<sup>2</sup>,  
-CH(=NR<sup>4</sup>)NR<sup>2</sup>R<sup>3</sup>,  
-NHC(=NR<sup>4</sup>)NR<sup>2</sup>R<sup>3</sup>,  
-S(O)R<sup>2</sup>,  
-S(O)<sub>2</sub>R<sup>2</sup>,  
10 -S(O)<sub>2</sub>NR<sup>2</sup>R<sup>3</sup>, and -NR<sup>3</sup>S(O)<sub>2</sub>R<sup>2</sup>;

R<sup>2</sup>, at each occurrence, is independently selected from  
C<sub>1-4</sub> alkyl,  
C<sub>2-4</sub> alkenyl,  
15 C<sub>2-4</sub> alkynyl,  
C<sub>3-6</sub> cycloalkyl,  
aryl substituted with 0-5 R<sup>42</sup>;  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>41</sup>, and  
20 5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>41</sup>;

R<sup>3</sup>, at each occurrence, is independently selected from  
25 H, C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, C<sub>2-4</sub> alkynyl, and  
C<sub>1-4</sub> alkoxy;

alternatively, R<sup>2</sup> and R<sup>3</sup> join to form a 5- or 6-membered  
ring optionally substituted with -O- or -N(R<sup>4</sup>)-;

30 R<sup>4</sup>, at each occurrence, is independently selected from H,  
methyl, ethyl, propyl, and butyl;

R<sup>6a</sup> is H or C<sub>1-4</sub> alkyl;

35 R<sup>6b</sup> is H;

alternatively, R<sup>6a</sup> and R<sup>6b</sup> are taken together to form =O or  
=S;

R<sup>7</sup>, R<sup>8</sup>, and R<sup>9</sup>, at each occurrence, are independently

5 selected from

H, halo, -CF<sub>3</sub>, -OCF<sub>3</sub>, -OH, -CN, -NO<sub>2</sub>, -NR<sup>46</sup>R<sup>47</sup>,

C<sub>1-8</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>1-4</sub> haloalkyl,

C<sub>1-8</sub> alkoxy, (C<sub>1-4</sub> haloalkyl)oxy,

C<sub>1-4</sub> alkyl substituted with 0-2 R<sup>11</sup>,

10 C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>,

aryl substituted with 0-5 R<sup>33</sup>,

15 5-10 membered heterocyclic ring system containing from

1-4 heteroatoms selected from the group

consisting of N, O, and S substituted with 0-3

R<sup>31</sup>;

OR<sup>12</sup>, SR<sup>12</sup>, NR<sup>12</sup>R<sup>13</sup>, C(O)H, C(O)R<sup>12</sup>, C(O)NR<sup>12</sup>R<sup>13</sup>,

NR<sup>14</sup>C(O)R<sup>12</sup>, C(O)OR<sup>12</sup>, OC(O)R<sup>12</sup>, OC(O)OR<sup>12</sup>,

CH(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, NHC(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, S(O)R<sup>12</sup>, S(O)<sub>2</sub>R<sup>12</sup>,

20 S(O)NR<sup>12</sup>R<sup>13</sup>, S(O)<sub>2</sub>NR<sup>12</sup>R<sup>13</sup>, NR<sup>14</sup>S(O)R<sup>12</sup>, NR<sup>14</sup>S(O)<sub>2</sub>R<sup>12</sup>,

NR<sup>12</sup>C(O)R<sup>15</sup>, NR<sup>12</sup>C(O)OR<sup>15</sup>, NR<sup>12</sup>S(O)<sub>2</sub>R<sup>15</sup>, and

NR<sup>12</sup>C(O)NHR<sup>15</sup>;

R<sup>10</sup> is selected from H, C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, C<sub>2-4</sub>

25 alkynyl, and C<sub>1-4</sub> alkoxy;

R<sup>11</sup> is selected from

H, halo, -CF<sub>3</sub>, -CN, -NO<sub>2</sub>,

C<sub>1-8</sub> alkyl, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>1-4</sub> haloalkyl,

30 C<sub>1-8</sub> alkoxy, C<sub>3-10</sub> cycloalkyl,

C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>,

aryl substituted with 0-5 R<sup>33</sup>,

5-10 membered heterocyclic ring system containing from

1-4 heteroatoms selected from the group

35 consisting of N, O, and S substituted with 0-3

R<sup>31</sup>;

OR<sup>12</sup>, SR<sup>12</sup>, NR<sup>12</sup>R<sup>13</sup>, C(O)H, C(O)R<sup>12</sup>, C(O)NR<sup>12</sup>R<sup>13</sup>,  
NR<sup>14</sup>C(O)R<sup>12</sup>, C(O)OR<sup>12</sup>, OC(O)R<sup>12</sup>, OC(O)OR<sup>12</sup>,  
CH(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, NHC(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, S(O)R<sup>12</sup>,  
S(O)<sub>2</sub>R<sup>12</sup>, S(O)NR<sup>12</sup>R<sup>13</sup>, S(O)<sub>2</sub>NR<sup>12</sup>R<sup>13</sup>, NR<sup>14</sup>S(O)R<sup>12</sup>,  
and NR<sup>14</sup>S(O)<sub>2</sub>R<sup>12</sup>;

5

R<sup>12</sup>, at each occurrence, is independently selected from  
C<sub>1-4</sub> alkyl,  
C<sub>2-4</sub> alkenyl,  
10 C<sub>2-4</sub> alkynyl,  
C<sub>3-6</sub> cycloalkyl,  
phenyl substituted with 0-5 R<sup>33</sup>;  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>, and  
15 5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

20 R<sup>13</sup>, at each occurrence, is independently selected from  
H, C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, and C<sub>2-4</sub> alkynyl;

alternatively, R<sup>12</sup> and R<sup>13</sup> join to form a 5- or 6-membered  
ring optionally substituted with -O- or -N(R<sup>14</sup>)-;

25 R<sup>14</sup>, at each occurrence, is independently selected from H  
and C<sub>1-4</sub> alkyl;

30 R<sup>31</sup>, at each occurrence, is independently selected from  
H, OH, halo, CF<sub>3</sub>, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, methyl, ethyl, and  
propyl;

35 R<sup>33</sup>, at each occurrence, is independently selected from  
H, OH, halo, CN, NO<sub>2</sub>, CF<sub>3</sub>, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>,  
C<sub>1-3</sub> alkyl, C<sub>2-3</sub> alkenyl, C<sub>2-3</sub> alkynyl, C<sub>3-5</sub> cycloalkyl,  
C<sub>1-3</sub> haloalkyl, C<sub>1-3</sub> haloalkyl-oxy-, C<sub>1-3</sub>  
alkyloxy-, C<sub>1-3</sub> alkylthio-, C<sub>1-3</sub> alkyl-C(=O)-, and  
C<sub>1-3</sub> alkyl-C(=O)NH-;

R<sup>41</sup>, at each occurrence, is independently selected from H, CF<sub>3</sub>, halo, OH, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, NO<sub>2</sub>, CN, =O, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl  
5 C<sub>1-4</sub> alkyl substituted with 0-1 R<sup>43</sup>, aryl substituted with 0-3 R<sup>42</sup>, and 5-10 membered heterocyclic ring system containing from 1-4 heteroatoms selected from the group consisting of N, O, and S substituted with 0-3  
10 R<sup>44</sup>;

R<sup>42</sup>, at each occurrence, is independently selected from H, CF<sub>3</sub>, halo, OH, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, SR<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, OR<sup>48</sup>, NO<sub>2</sub>, CN, CH(=NH)NH<sub>2</sub>, NHC(=NH)NH<sub>2</sub>,  
15 C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl, C<sub>3-6</sub> cycloalkyl, C<sub>1-4</sub> alkyl substituted with 0-1 R<sup>43</sup>, aryl substituted with 0-3 R<sup>44</sup>, and 5-10 membered heterocyclic ring system containing from 1-4 heteroatoms selected from the group consisting of N, O, and S substituted with 0-3  
20 R<sup>44</sup>;

R<sup>43</sup> is C<sub>3-6</sub> cycloalkyl or aryl substituted with 0-3 R<sup>44</sup>;

25 R<sup>44</sup>, at each occurrence, is independently selected from H, halo, -OH, NR<sup>46</sup>R<sup>47</sup>, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, -CF<sub>3</sub>, -OCF<sub>3</sub>, -CN, -NO<sub>2</sub>, C<sub>1-4</sub> alkyl, and C<sub>1-4</sub> alkoxy;

30 R<sup>45</sup> is C<sub>1-4</sub> alkyl;

R<sup>46</sup>, at each occurrence, is independently selected from H and C<sub>1-4</sub> alkyl;

35 R<sup>47</sup>, at each occurrence, is independently selected from H, C<sub>1-4</sub> alkyl, -C(=O)NH(C<sub>1-4</sub> alkyl), -SO<sub>2</sub>(C<sub>1-4</sub> alkyl),

-SO<sub>2</sub>(phenyl), -C(=O)O(C<sub>1-4</sub> alkyl), -C(=O)(C<sub>1-4</sub> alkyl), and -C(=O)H;

R<sup>48</sup>, at each occurrence, is independently selected from H, C<sub>1-4</sub> alkyl, -C(=O)NH(C<sub>1-4</sub> alkyl), -C(=O)O(C<sub>1-4</sub> alkyl), -C(=O)(C<sub>1-4</sub> alkyl), and -C(=O)H;

n is 1 or 2;  
m is 1 or 2; and  
n plus m is 2, 3, or 4;

provided when n is 1, m is 2, and R<sup>7</sup>, R<sup>8</sup>, and R<sup>9</sup> are independently selected from H, halogen, C<sub>1-4</sub> alkyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> alkylthio or trifluoromethyl; then X is not a bond.

**14. A compound of Claim 12 wherein:**

X is -CH<sub>2</sub>-, -O-, -S-, -CH<sub>2</sub>CH<sub>2</sub>-, -OCH<sub>2</sub>-, -SCH<sub>2</sub>-, -CH<sub>2</sub>O-,  
or -CH<sub>2</sub>S-;

R<sup>1</sup> is selected from  
C<sub>2-5</sub> alkyl substituted with Z,  
C<sub>2-5</sub> alkenyl substituted with Z,  
C<sub>2-5</sub> alkynyl substituted with Z,  
C<sub>3-6</sub> cycloalkyl substituted with Z,  
aryl substituted with Z,  
5-6 membered heterocyclic ring system containing at least one heteroatom selected from the group consisting of N, O, and S, said heterocyclic ring system substituted with Z;  
C<sub>1-5</sub> alkyl substituted with 0-2 R<sup>2</sup>,  
C<sub>2-5</sub> alkenyl substituted with 0-2 R<sup>2</sup>, and  
C<sub>2-5</sub> alkynyl substituted with 0-2 R<sup>2</sup>;

Z is selected from H,  
-CH(OH)R<sup>2</sup>,

5

-C(ethylenedioxy)R<sup>2</sup>,  
-OR<sup>2</sup>,  
-SR<sup>2</sup>,  
-NR<sup>2</sup>R<sup>3</sup>,  
-C(O)R<sup>2</sup>,  
-C(O)NR<sup>2</sup>R<sup>3</sup>,  
-NR<sup>3</sup>C(O)R<sup>2</sup>,  
-C(O)OR<sup>2</sup>,  
-OC(O)R<sup>2</sup>,

10 -CH(=NR<sup>4</sup>)NR<sup>2</sup>R<sup>3</sup>,  
-NHC(=NR<sup>4</sup>)NR<sup>2</sup>R<sup>3</sup>,  
-S(O)R<sup>2</sup>,  
-S(O)<sub>2</sub>R<sup>2</sup>,  
-S(O)<sub>2</sub>NR<sup>2</sup>R<sup>3</sup>, and -NR<sup>3</sup>S(O)<sub>2</sub>R<sup>2</sup>;

15 R<sup>2</sup>, at each occurrence, is independently selected from  
C<sub>1-4</sub> alkyl,  
C<sub>2-4</sub> alkenyl,  
C<sub>2-4</sub> alkynyl,  
20 C<sub>3-6</sub> cycloalkyl,  
aryl substituted with 0-5 R<sup>42</sup>;  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>41</sup>, and  
5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
25 consisting of N, O, and S substituted with 0-3  
R<sup>41</sup>;

30 R<sup>3</sup>, at each occurrence, is independently selected from  
H, C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, C<sub>2-4</sub> alkynyl, and  
C<sub>1-4</sub> alkoxy;

alternatively, R<sup>2</sup> and R<sup>3</sup> join to form a 5- or 6-membered  
ring optionally substituted with -O- or -N(R<sup>4</sup>)-;

35 R<sup>4</sup>, at each occurrence, is independently selected from H,  
methyl, ethyl, propyl, and butyl;

R<sup>6a</sup> is H or C<sub>1-4</sub> alkyl;

R<sup>6b</sup> is H;

5 alternatively, R<sup>6a</sup> and R<sup>6b</sup> are taken together to form =O or =S;

R<sup>7</sup>, R<sup>8</sup>, and R<sup>9</sup>, at each occurrence, are independently selected from

10 H, halo, -CF<sub>3</sub>, -OCF<sub>3</sub>, -OH, -OCH<sub>3</sub>, -CN, -NO<sub>2</sub>, -NR<sup>46</sup>R<sup>47</sup>,  
C<sub>1-6</sub> alkyl, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl, C<sub>1-4</sub> haloalkyl,  
C<sub>1-6</sub> alkoxy, (C<sub>1-4</sub> haloalkyl)oxy,  
C<sub>1-4</sub> alkyl substituted with 0-2 R<sup>11</sup>,  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>,  
15 aryl substituted with 0-5 R<sup>33</sup>,  
5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

20 OR<sup>12</sup>, SR<sup>12</sup>, NR<sup>12</sup>R<sup>13</sup>, C(O)H, C(O)R<sup>12</sup>, C(O)NR<sup>12</sup>R<sup>13</sup>,  
NR<sup>14</sup>C(O)R<sup>12</sup>, C(O)OR<sup>12</sup>, OC(O)R<sup>12</sup>, CH(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>,  
NHC(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, S(O)R<sup>12</sup>, S(O)<sub>2</sub>R<sup>12</sup>, S(O)<sub>2</sub>NR<sup>12</sup>R<sup>13</sup>,  
NR<sup>14</sup>S(O)<sub>2</sub>R<sup>12</sup>, NR<sup>14</sup>S(O)R<sup>12</sup>, NR<sup>14</sup>S(O)<sub>2</sub>R<sup>12</sup>, NR<sup>12</sup>C(O)R<sup>15</sup>,  
25 NR<sup>12</sup>C(O)OR<sup>15</sup>, NR<sup>12</sup>S(O)<sub>2</sub>R<sup>15</sup>, and NR<sup>12</sup>C(O)NHR<sup>15</sup>;

R<sup>11</sup> is selected from

30 H, halo, -CF<sub>3</sub>, -OCF<sub>3</sub>, -OH, -OCH<sub>3</sub>, -CN, -NO<sub>2</sub>, -NR<sup>46</sup>R<sup>47</sup>,  
C<sub>1-6</sub> alkyl, C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl, C<sub>1-4</sub> haloalkyl,  
C<sub>1-6</sub> alkoxy, (C<sub>1-4</sub> haloalkyl)oxy,  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>,  
aryl substituted with 0-5 R<sup>33</sup>,  
5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
35 consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

OR<sup>12</sup>, SR<sup>12</sup>, NR<sup>12</sup>R<sup>13</sup>, C(O)H, C(O)R<sup>12</sup>, C(O)NR<sup>12</sup>R<sup>13</sup>,  
NR<sup>14</sup>C(O)R<sup>12</sup>, C(O)OR<sup>12</sup>, OC(O)R<sup>12</sup>, CH(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>,  
NHC(=NR<sup>14</sup>)NR<sup>12</sup>R<sup>13</sup>, S(O)R<sup>12</sup>, S(O)<sub>2</sub>R<sup>12</sup>, S(O)<sub>2</sub>NR<sup>12</sup>R<sup>13</sup>,  
and NR<sup>14</sup>S(O)<sub>2</sub>R<sup>12</sup>;

5

R<sup>12</sup>, at each occurrence, is independently selected from  
C<sub>1-4</sub> alkyl,  
C<sub>2-4</sub> alkenyl,  
C<sub>2-4</sub> alkynyl,  
10 C<sub>3-6</sub> cycloalkyl,  
phenyl substituted with 0-5 R<sup>33</sup>;  
C<sub>3-10</sub> carbocyclic residue substituted with 0-3 R<sup>33</sup>, and  
5-10 membered heterocyclic ring system containing from  
15 1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>31</sup>;

R<sup>13</sup>, at each occurrence, is independently selected from  
H, C<sub>1-4</sub> alkyl, C<sub>2-4</sub> alkenyl, and C<sub>2-4</sub> alkynyl;

20 alternatively, R<sup>12</sup> and R<sup>13</sup> join to form a 5- or 6-membered  
ring optionally substituted with -O- or -N(R<sup>14</sup>)-;

25 R<sup>14</sup>, at each occurrence, is independently selected from H  
and C<sub>1-4</sub> alkyl;

R<sup>31</sup>, at each occurrence, is independently selected from  
H, OH, halo, CF<sub>3</sub>, methyl, and ethyl;

30 R<sup>33</sup>, at each occurrence, is independently selected from  
H, OH, halo, CN, NO<sub>2</sub>, CF<sub>3</sub>, methyl, and ethyl;

35 R<sup>41</sup>, at each occurrence, is independently selected from  
H, CF<sub>3</sub>, halo, OH, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, NO<sub>2</sub>, CN, =O,  
C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl,  
C<sub>1-4</sub> alkyl substituted with 0-1 R<sup>43</sup>,  
aryl substituted with 0-3 R<sup>42</sup>, and

5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>44</sup>;

5

R<sup>42</sup>, at each occurrence, is independently selected from  
H, CF<sub>3</sub>, halo, OH, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, SR<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, OR<sup>48</sup>,  
NO<sub>2</sub>, CN, CH(=NH)NH<sub>2</sub>, NHC(=NH)NH<sub>2</sub>,

10 C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl,  
C<sub>3-6</sub> cycloalkyl,

C<sub>1-4</sub> alkyl substituted with 0-1 R<sup>43</sup>,

aryl substituted with 0-3 R<sup>44</sup>, and

15 5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
R<sup>44</sup>;

R<sup>43</sup> is C<sub>3-6</sub> cycloalkyl or aryl substituted with 0-3 R<sup>44</sup>;

20 R<sup>44</sup>, at each occurrence, is independently selected from H,  
halo, -OH, NR<sup>46</sup>R<sup>47</sup>, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, -CF<sub>3</sub>, -OCF<sub>3</sub>, -CN, -  
NO<sub>2</sub>, C<sub>1-4</sub> alkyl, and C<sub>1-4</sub> alkoxy;

R<sup>45</sup> is C<sub>1-4</sub> alkyl;

25

R<sup>46</sup>, at each occurrence, is independently selected from H  
and C<sub>1-3</sub> alkyl;

30 R<sup>47</sup>, at each occurrence, is independently selected from H,  
C<sub>1-4</sub> alkyl, -C(=O)NH(C<sub>1-4</sub> alkyl), -SO<sub>2</sub>(C<sub>1-4</sub> alkyl),  
-SO<sub>2</sub>(phenyl), -C(=O)O(C<sub>1-4</sub> alkyl), -C(=O)( C<sub>1-4</sub> alkyl),  
and -C(=O)H;

35 R<sup>48</sup>, at each occurrence, is independently selected from H,  
C<sub>1-4</sub> alkyl, -C(=O)NH(C<sub>1-4</sub> alkyl), -C(=O)O(C<sub>1-4</sub> alkyl),  
-C(=O)( C<sub>1-4</sub> alkyl), and -C(=O)H;

n is 1 or 2;  
m is 1 or 2; and  
n plus m is 2, 3, or 4.

5 15. A compound of Claim 13 wherein:

X is -CH<sub>2</sub>-, -O- or -S-;

R<sup>1</sup> is selected from

- 10 C<sub>2-4</sub> alkyl substituted with Z,  
C<sub>2-4</sub> alkenyl substituted with Z,  
C<sub>2-4</sub> alkynyl substituted with Z,  
C<sub>3-6</sub> cycloalkyl substituted with Z,  
aryl substituted with Z,  
15 5-6 membered heterocyclic ring system containing at least one heteroatom selected from the group consisting of N, O, and S, said heterocyclic ring system substituted with Z;  
C<sub>2-4</sub> alkyl substituted with 0-2 R<sup>2</sup>, and  
20 C<sub>2-4</sub> alkenyl substituted with 0-2 R<sup>2</sup>;

Z is selected from H,

- 25 -CH(OH)R<sup>2</sup>,  
-C(ethylenedioxy)R<sup>2</sup>,  
-OR<sup>2</sup>,  
-SR<sup>2</sup>,  
-NR<sup>2</sup>R<sup>3</sup>,  
-C(O)R<sup>2</sup>,  
-C(O)NR<sup>2</sup>R<sup>3</sup>,  
30 -NR<sup>3</sup>C(O)R<sup>2</sup>,  
-C(O)OR<sup>2</sup>,  
-S(O)R<sup>2</sup>,  
-S(O)<sub>2</sub>R<sup>2</sup>,  
-S(O)<sub>2</sub>NR<sup>2</sup>R<sup>3</sup>, and -NR<sup>3</sup>S(O)<sub>2</sub>R<sup>2</sup>;

35 R<sup>2</sup>, at each occurrence, is independently selected from phenyl substituted with 0-5 R<sup>42</sup>;

$C_{3-10}$  carbocyclic residue substituted with 0-3  $R^{41}$ , and  
5-10 membered heterocyclic ring system containing from  
1-4 heteroatoms selected from the group  
consisting of N, O, and S substituted with 0-3  
5  $R^{41}$ ;

10  $R^3$ , at each occurrence, is independently selected from  
H,  $C_{1-4}$  alkyl,  $C_{2-4}$  alkenyl,  $C_{2-4}$  alkynyl, and  
 $C_{1-4}$  alkoxy;

15 alternatively,  $R^2$  and  $R^3$  join to form a 5- or 6-membered  
ring optionally substituted with -O- or -N( $R^4$ )-;

20  $R^4$ , at each occurrence, is independently selected from H,  
15 methyl, ethyl, propyl, and butyl;

25  $R^{6a}$  is H or  $C_{1-4}$  alkyl;

30  $R^{6b}$  is H;

alternatively,  $R^{6a}$  and  $R^{6b}$  are taken together to form =O or  
35 =S;

40  $R^7$ ,  $R^8$ , and  $R^9$ , at each occurrence, are independently  
25 selected from  
H, halo, -CF<sub>3</sub>, -OCF<sub>3</sub>, -OH, -OCH<sub>3</sub>, -CN, -NO<sub>2</sub>,  
 $C_{1-4}$  alkyl,  $C_{1-4}$  haloalkyl,  $C_{1-4}$  alkoxy, ( $C_{1-3}$   
haloalkyl)oxy, and  
 $C_{1-4}$  alkyl substituted with 0-2  $R^{11}$ ;

45  $R^{11}$  is selected from  
H, halo, -CF<sub>3</sub>, -OCF<sub>3</sub>, -OH, -OCH<sub>3</sub>, -CN, -NO<sub>2</sub>,  
 $C_{1-4}$  alkyl,  $C_{1-4}$  haloalkyl,  $C_{1-4}$  alkoxy, and ( $C_{1-3}$   
haloalkyl)oxy;

50  $R^{33}$ , at each occurrence, is independently selected from  
H, OH, halo, CF<sub>3</sub>, and methyl; .

R<sup>41</sup>, at each occurrence, is independently selected from H, CF<sub>3</sub>, halo, OH, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, NO<sub>2</sub>, CN, =O, C<sub>2-8</sub> alkenyl, C<sub>2-8</sub> alkynyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl,  
5 C<sub>1-4</sub> alkyl substituted with 0-1 R<sup>43</sup>, aryl substituted with 0-3 R<sup>42</sup>, and  
5-10 membered heterocyclic ring system containing from 1-4 heteroatoms selected from the group consisting of N, O, and S substituted with 0-3  
10 R<sup>44</sup>;

R<sup>42</sup>, at each occurrence, is independently selected from H, CF<sub>3</sub>, halo, OH, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, SR<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, OR<sup>48</sup>, NO<sub>2</sub>, CN, CH(=NH)NH<sub>2</sub>, NHC(=NH)NH<sub>2</sub>,  
15 C<sub>2-6</sub> alkenyl, C<sub>2-6</sub> alkynyl, C<sub>1-4</sub> alkoxy, C<sub>1-4</sub> haloalkyl, C<sub>3-6</sub> cycloalkyl, C<sub>1-4</sub> alkyl substituted with 0-1 R<sup>43</sup>, aryl substituted with 0-3 R<sup>44</sup>, and  
20 5-10 membered heterocyclic ring system containing from 1-4 heteroatoms selected from the group consisting of N, O, and S substituted with 0-3 R<sup>44</sup>;

R<sup>43</sup> is cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl,  
25 phenyl, or pyridyl, each substituted with 0-3 R<sup>44</sup>;

R<sup>44</sup>, at each occurrence, is independently selected from H, halo, -OH, NR<sup>46</sup>R<sup>47</sup>, CO<sub>2</sub>H, SO<sub>2</sub>R<sup>45</sup>, -CF<sub>3</sub>, -OCF<sub>3</sub>, -CN, -NO<sub>2</sub>, methyl, ethyl, propyl, butyl, methoxy, ethoxy,  
30 propoxy, and butoxy;

R<sup>45</sup> is methyl, ethyl, propyl, or butyl;

R<sup>46</sup>, at each occurrence, is independently selected from H, methyl, ethyl, propyl, and butyl;  
35

R<sup>47</sup>, at each occurrence, is independently selected from

H, methyl, ethyl, n-propyl, i-propyl, n-butyl,  
i-butyl, -C(=O)NH(methyl), -C(=O)NH(ethyl),  
-SO<sub>2</sub>(methyl), -SO<sub>2</sub>(ethyl), -SO<sub>2</sub>(phenyl),  
-C(=O)O(methyl), -C(=O)O(ethyl), -C(=O)(methyl),  
5 -C(=O)(ethyl), and -C(=O)H;

R<sup>48</sup>, at each occurrence, is independently selected from  
H, methyl, ethyl, n-propyl, i-propyl, -  
C(=O)NH(methyl), -C(=O)NH(ethyl), -C(=O)O(methyl), -  
10 -C(=O)O(ethyl), -C(=O)(methyl), -C(=O)(ethyl), and -  
C(=O)H;

n is 1 or 2;  
m is 1 or 2; and  
15 n plus m is 2 or 3.

16. A compound of Claim 13 wherein:

X is -CH<sub>2</sub>-, -O- or -S-;

20 R<sup>1</sup> is selected from  
ethyl substituted with Z,  
propyl substituted with Z,  
butyl substituted with Z,  
25 propenyl substituted with Z,  
butenyl substituted with Z,  
ethyl substituted with R<sup>2</sup>,  
propyl substituted with R<sup>2</sup>,  
butyl substituted with R<sup>2</sup>,  
30 propenyl substituted with R<sup>2</sup>, and  
butenyl substituted with R<sup>2</sup>;

Z is selected from H,  
-CH(OH)R<sup>2</sup>,  
35 -OR<sup>2</sup>,  
-SR<sup>2</sup>,  
-NR<sup>2</sup>R<sup>3</sup>,

5            -C(O)R<sup>2</sup>,  
          -C(O)NR<sup>2</sup>R<sup>3</sup>,  
          -NR<sup>3</sup>C(O)R<sup>2</sup>,  
          -C(O)OR<sup>2</sup>,  
          -S(O)R<sup>2</sup>,  
          -S(O)<sub>2</sub>R<sup>2</sup>,  
          -S(O)<sub>2</sub>NR<sup>2</sup>R<sup>3</sup>, and -NR<sup>3</sup>S(O)<sub>2</sub>R<sup>2</sup>;

R<sup>2</sup>, at each occurrence, is independently selected from  
10            phenyl substituted with 0-3 R<sup>42</sup>;  
          naphthyl substituted with 0-3 R<sup>42</sup>;  
          cyclopropyl substituted with 0-3 R<sup>41</sup>;  
          cyclobutyl substituted with 0-3 R<sup>41</sup>;  
          cyclopentyl substituted with 0-3 R<sup>41</sup>;  
15            cyclohexyl substituted with 0-3 R<sup>41</sup>;  
          pyridyl substituted with 0-3 R<sup>41</sup>;  
          indolyl substituted with 0-3 R<sup>41</sup>;  
          indolinyl substituted with 0-3 R<sup>41</sup>;  
          benzimidazolyl substituted with 0-3 R<sup>41</sup>;  
20            benzotriazolyl substituted with 0-3 R<sup>41</sup>;  
          benzothienyl substituted with 0-3 R<sup>41</sup>;  
          benzofuranyl substituted with 0-3 R<sup>41</sup>;  
          phthalimid-1-yl substituted with 0-3 R<sup>41</sup>;  
          inden-2-yl substituted with 0-3 R<sup>41</sup>;  
25            2,3-dihydro-1H-inden-2-yl substituted with 0-3 R<sup>41</sup>;  
          indazolyl substituted with 0-3 R<sup>41</sup>;  
          tetrahydroquinolinyl substituted with 0-3 R<sup>41</sup>; and  
          tetrahydro-isoquinolinyl substituted with 0-3 R<sup>41</sup>;

30            R<sup>3</sup>, at each occurrence, is independently selected from  
          H, methyl, and ethyl;

R<sup>6a</sup> is H or C<sub>1-4</sub> alkyl;

35            R<sup>6b</sup> is H;

alternatively, R<sup>6a</sup> and R<sup>6b</sup> are taken together to form =O or  
=S;

5       R<sup>7</sup>, R<sup>8</sup>, and R<sup>9</sup>, at each occurrence, are independently selected from H, F, Cl, methyl, ethyl, methoxy, -CF<sub>3</sub>, and -OCF<sub>3</sub>;

10       R<sup>41</sup>, at each occurrence, is independently selected from H, F, Cl, Br, OH, CF<sub>3</sub>, NO<sub>2</sub>, CN, =O, methyl, ethyl, propyl, butyl, methoxy, and ethoxy;

15       R<sup>42</sup>, at each occurrence, is independently selected from H, F, Cl, Br, OH, CF<sub>3</sub>, SO<sub>2</sub>R<sup>45</sup>, SR<sup>45</sup>, NR<sup>46</sup>R<sup>47</sup>, OR<sup>48</sup>, NO<sub>2</sub>, CN, =O, methyl, ethyl, propyl, butyl, methoxy, and ethoxy;

R<sup>45</sup> is methyl, ethyl, propyl, or butyl;

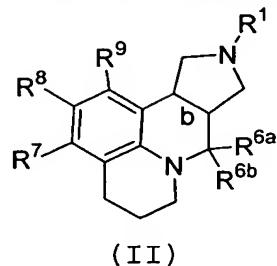
20       R<sup>46</sup>, at each occurrence, is independently selected from H, methyl, ethyl, propyl, and butyl;

25       R<sup>47</sup>, at each occurrence, is independently selected from H, methyl, ethyl, n-propyl, i-propyl, n-butyl, i-butyl, -C(=O)NH(methyl), -C(=O)NH(ethyl), -SO<sub>2</sub>(methyl), -SO<sub>2</sub>(ethyl), -SO<sub>2</sub>(phenyl), -C(=O)O(methyl), -C(=O)O(ethyl), -C(=O)(methyl), -C(=O)(ethyl), and -C(=O)H;

30       R<sup>48</sup>, at each occurrence, is independently selected from H, methyl, ethyl, n-propyl, i-propyl, -C(=O)NH(methyl), -C(=O)NH(ethyl), -C(=O)O(methyl), -C(=O)O(ethyl), -C(=O)(methyl), -C(=O)(ethyl), and -C(=O)H;

35       n is 1; and  
m is 1.

17. A compound of Claim 13 of Formula (II)



(II)

wherein:

5

b is a single bond wherein the bridging hydrogens are either cis or trans;

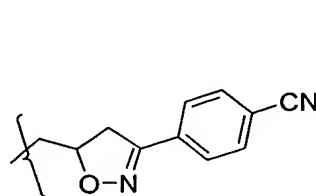
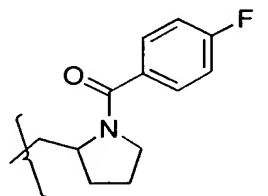
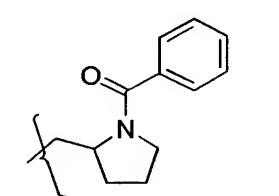
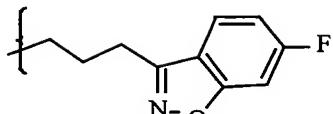
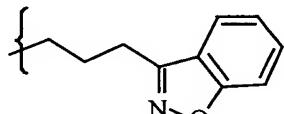
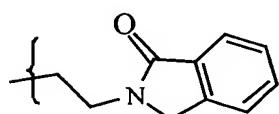
R<sup>1</sup> is selected from

- 10 - (CH<sub>2</sub>)<sub>3</sub>C(=O) (4-fluoro-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O) (4-bromo-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O) (4-methyl-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O) (4-methoxy-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O) (4-(3,4-dichloro-phenyl)phenyl),
- 15 - (CH<sub>2</sub>)<sub>3</sub>C(=O) (3-methyl-4-fluoro-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O) (2,3-dimethoxy-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O) (phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O) (4-chloro-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O) (3-methyl-phenyl),
- 20 - (CH<sub>2</sub>)<sub>3</sub>C(=O) (4-t-butyl-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O) (3,4-difluoro-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O) (2-methoxy-5-fluoro-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O) (4-fluoro-1-naphthyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O) (benzyl),
- 25 - (CH<sub>2</sub>)<sub>3</sub>C(=O) (4-pyridyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O) (3-pyridyl),
- (CH<sub>2</sub>)<sub>3</sub>CH(OH) (4-fluoro-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>CH(OH) (4-pyridyl),
- (CH<sub>2</sub>)<sub>3</sub>CH(OH) (2,3-dimethoxy-phenyl),
- 30 - (CH<sub>2</sub>)<sub>3</sub>S(3-fluoro-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>S(4-fluoro-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>S(=O) (4-fluoro-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>SO<sub>2</sub> (3-fluoro-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>SO<sub>2</sub> (4-fluoro-phenyl),

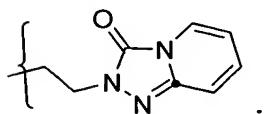
- (CH<sub>2</sub>)<sub>3</sub>O(4-fluoro-phenyl),  
 - (CH<sub>2</sub>)<sub>3</sub>O(phenyl),  
 - (CH<sub>2</sub>)<sub>3</sub>O(3-pyridyl),  
 - (CH<sub>2</sub>)<sub>3</sub>O(4-pyridyl),  
 5 - (CH<sub>2</sub>)<sub>3</sub>O(2-NH<sub>2</sub>-phenyl),  
 - (CH<sub>2</sub>)<sub>3</sub>O(2-NH<sub>2</sub>-5-F-phenyl),  
 - (CH<sub>2</sub>)<sub>3</sub>O(2-NH<sub>2</sub>-4-F-phenyl),  
 - (CH<sub>2</sub>)<sub>3</sub>O(2-NH<sub>2</sub>-3-F-phenyl),  
 - (CH<sub>2</sub>)<sub>3</sub>O(2-NH<sub>2</sub>-4-Cl-phenyl),  
 10 - (CH<sub>2</sub>)<sub>3</sub>O(2-NH<sub>2</sub>-4-OH-phenyl),  
 - (CH<sub>2</sub>)<sub>3</sub>O(2-NH<sub>2</sub>-4-Br-phenyl),  
 - (CH<sub>2</sub>)<sub>3</sub>O(2-NHC(=O)Me-4-F-phenyl),  
 - (CH<sub>2</sub>)<sub>3</sub>O(2-NHC(=O)Me-phenyl),  
 - (CH<sub>2</sub>)<sub>3</sub>NH(4-fluoro-phenyl),  
 15 - (CH<sub>2</sub>)<sub>3</sub>N(methyl)(4-fluoro-phenyl),  
 - (CH<sub>2</sub>)<sub>3</sub>CO<sub>2</sub>(ethyl),  
 - (CH<sub>2</sub>)<sub>3</sub>C(=O)N(methyl)(methoxy),  
 - (CH<sub>2</sub>)<sub>3</sub>C(=O)NH(4-fluoro-phenyl),  
 - (CH<sub>2</sub>)<sub>2</sub>NHC(=O)(phenyl),  
 20 - (CH<sub>2</sub>)<sub>2</sub>NMeC(=O)(phenyl),  
 - (CH<sub>2</sub>)<sub>2</sub>NHC(=O)(2-fluoro-phenyl),  
 - (CH<sub>2</sub>)<sub>2</sub>NMeC(=O)(2-fluoro-phenyl),  
 - (CH<sub>2</sub>)<sub>2</sub>NHC(=O)(4-fluoro-phenyl),  
 - (CH<sub>2</sub>)<sub>2</sub>NMeC(=O)(4-fluoro-phenyl),  
 25 - (CH<sub>2</sub>)<sub>2</sub>NHC(=O)(2,4-difluoro-phenyl),  
 - (CH<sub>2</sub>)<sub>2</sub>NMeC(=O)(2,4-difluoro-phenyl),  
 - (CH<sub>2</sub>)<sub>3</sub>(3-indolyl),  
 - (CH<sub>2</sub>)<sub>3</sub>(1-methyl-3-indolyl),  
 - (CH<sub>2</sub>)<sub>3</sub>(1-indolyl),  
 30 - (CH<sub>2</sub>)<sub>3</sub>(1-indolinyl),  
 - (CH<sub>2</sub>)<sub>3</sub>(1-benzimidazolyl),  
 - (CH<sub>2</sub>)<sub>3</sub>(1H-1,2,3-benzotriazol-1-yl),  
 - (CH<sub>2</sub>)<sub>3</sub>(1H-1,2,3-benzotriazol-2-yl),  
 - (CH<sub>2</sub>)<sub>2</sub>(1H-1,2,3-benzotriazol-1-yl),  
 35 - (CH<sub>2</sub>)<sub>2</sub>(1H-1,2,3-benzotriazol-2-yl),  
 - (CH<sub>2</sub>)<sub>3</sub>(3,4 dihydro-1(2H)-quinolinyl),  
 - (CH<sub>2</sub>)<sub>2</sub>C(=O)(4-fluoro-phenyl),

- $(CH_2)_2C(=O)NH(4\text{-fluoro-phenyl})$ ,
- $CH_2CH_2(3\text{-indolyl})$ ,
- $CH_2CH_2(1\text{-phthalimidyl})$ ,
- $(CH_2)_4C(=O)N(\text{methyl})(\text{methoxy})$ ,
- 5 -  $(CH_2)_4CO_2(\text{ethyl})$ ,
- $(CH_2)_4C(=O)(\text{phenyl})$ ,
- $(CH_2)_4(\text{cyclohexyl})$ ,
- $(CH_2)_3CH(\text{phenyl})_2$ ,
- $CH_2CH_2CH=C(\text{phenyl})_2$ ,
- 10 -  $CH_2CH_2CH=CMe(4\text{-F-phenyl})$ ,
- $(CH_2)_3CH(4\text{-fluoro-phenyl})_2$ ,
- $CH_2CH_2CH=C(4\text{-fluoro-phenyl})_2$ ,
- $(CH_2)_2(2,3\text{-dihydro-1H-inden-2-yl})$ ,
- $(CH_2)_3C(=O)(2\text{-NH}_2\text{-phenyl})$ ,
- 15 -  $(CH_2)_3C(=O)(2\text{-NH}_2\text{-5-F-phenyl})$ ,
- $(CH_2)_3C(=O)(2\text{-NH}_2\text{-4-F-phenyl})$ ,
- $(CH_2)_3C(=O)(2\text{-NH}_2\text{-3-F-phenyl})$ ,
- $(CH_2)_3C(=O)(2\text{-NH}_2\text{-4-Cl-phenyl})$ ,
- $(CH_2)_3C(=O)(2\text{-NH}_2\text{-4-OH-phenyl})$ ,
- 20 -  $(CH_2)_3C(=O)(2\text{-NH}_2\text{-4-Br-phenyl})$ ,
- $(CH_2)_3(1\text{H-indazol-3-yl})$ ,
- $(CH_2)_3(5\text{-F-1H-indazol-3-yl})$ ,
- $(CH_2)_3(7\text{-F-1H-indazol-3-yl})$ ,
- $(CH_2)_3(6\text{-Cl-1H-indazol-3-yl})$ ,
- 25 -  $(CH_2)_3(6\text{-Br-1H-indazol-3-yl})$ ,
- $(CH_2)_3C(=O)(2\text{-NHMe-phenyl})$ ,
- $(CH_2)_3(1\text{-benzothien-3-yl})$ ,
- $(CH_2)_3(6\text{-F-1H-indol-1-yl})$ ,
- $(CH_2)_3(5\text{-F-1H-indol-1-yl})$ ,
- 30 -  $(CH_2)_3(6\text{-F-2,3-dihydro-1H-indol-1-yl})$ ,
- $(CH_2)_3(5\text{-F-2,3-dihydro-1H-indol-1-yl})$ ,
- $(CH_2)_3(6\text{-F-1H-indol-3-yl})$ ,
- $(CH_2)_3(5\text{-F-1H-indol-3-yl})$ ,
- $(CH_2)_3(5\text{-F-1H-indol-3-yl})$ ,
- 35 -  $(CH_2)_3(9\text{H-purin-9-yl})$ ,
- $(CH_2)_3(7\text{H-purin-7-yl})$ ,
- $(CH_2)_3(6\text{-F-1H-indazol-3-yl})$ ,

- (CH<sub>2</sub>)<sub>3</sub>C(=O)(2-NHSO<sub>2</sub>Me-4-F-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O)(2-NHC(=O)Me-4-F-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O)(2-NHC(=O)Me-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O)(2-NHCO<sub>2</sub>Et-4-F-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O)(2-NHC(=O)NHEt-4-F-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O)(2-NHCHO-4-F-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O)(2-OH-4-F-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O)(2-MeS-4-F-phenyl),
- (CH<sub>2</sub>)<sub>3</sub>C(=O)(2-NHSO<sub>2</sub>Me-4-F-phenyl),
- (CH<sub>2</sub>)<sub>2</sub>C(Me)CO<sub>2</sub>Me,
- (CH<sub>2</sub>)<sub>2</sub>C(Me)CH(OH)(4-F-phenyl)<sub>2</sub>,
- (CH<sub>2</sub>)<sub>2</sub>C(Me)CH(OH)(4-Cl-phenyl)<sub>2</sub>,
- (CH<sub>2</sub>)<sub>2</sub>C(Me)C(=O)(4-F-phenyl),
- (CH<sub>2</sub>)<sub>2</sub>C(Me)C(=O)(2-MeO-4-F-phenyl),
- (CH<sub>2</sub>)<sub>2</sub>C(Me)C(=O)(3-Me-4-F-phenyl),
- (CH<sub>2</sub>)<sub>2</sub>C(Me)C(=O)(2-Me-phenyl),
- (CH<sub>2</sub>)<sub>2</sub>C(Me)C(=O)phenyl,



, and



and

25 R<sup>7</sup>, R<sup>8</sup>, and R<sup>9</sup>, at each occurrence, are independently selected from

hydrogen, fluoro, chloro, bromo, cyano, methyl, ethyl, propyl, isopropyl, butyl, t-butyl, nitro, trifluoromethyl, methoxy, ethoxy, isopropoxy, trifluoromethoxy, phenyl, benzyl.

HC(=O)-, methylC(=O)-, ethylC(=O)-, propylC(=O)-,  
isopropylC(=O)-, n-butylC(=O)-, isobutylC(=O)-,  
secbutylC(=O)-, tertbutylC(=O)-, phenylC(=O)-,

5

methylC(=O)NH-, ethylC(=O)NH-, propylC(=O)NH-,  
isopropylC(=O)NH-, n-butylC(=O)NH-, isobutylC(=O)NH-,  
secbutylC(=O)NH-, tertbutylC(=O)NH-, phenylC(=O)NH-,

10       methylamino-, ethylamino-, propylamino-, isopropylamino-,  
          , n-butylamino-, isobutylamino-, secbutylamino-,  
          tertbutylamino-, phenylamino-,

15       provided that two of substituents R<sup>7</sup>, R<sup>8</sup>, and R<sup>9</sup>, are  
          independently selected from hydrogen, fluoro, chloro,  
          bromo, cyano, methyl, ethyl, propyl, isopropyl, butyl,  
          t-butyl, nitro, trifluoromethyl, methoxy, ethoxy,  
          isopropoxy, and trifluoromethoxy.

20       **18.** A compound selected from the group consisting of  
          compounds disclosed in Table 1.

25       **19.** A compound selected from the group consisting of  
          compounds disclosed in Table 2.

**20.** A compound selected from the group consisting of  
          compounds disclosed in Table 3.

30       **21.** A pharmaceutical composition comprising a  
          pharmaceutically acceptable carrier and a therapeutically  
          effective amount of a compound of Claim 1, or a  
          pharmaceutically acceptable salt thereof.

35       **22.** A method for treating a human suffering from a  
          disorder associated with 5HT2C receptor modulation  
          comprising administering to a patient in need thereof a

therapeutically effective amount of a compound of Claim 1,  
or a pharmaceutically acceptable salt thereof.

23. A method of Claim 22 for treating a human suffering  
5 from a disorder associated with 5HT2C receptor modulation  
wherein the compound is a 5HT2C agonist.

24. A method for treating a human suffering from a  
disorder associated with 5HT2A receptor modulation  
10 comprising administering to a patient in need thereof a  
therapeutically effective amount of a compound of Claim 1,  
or a pharmaceutically acceptable salt thereof.

25. A method of Claim 24 for treating a human suffering  
15 from a disorder associated with 5HT2A receptor modulation  
wherein the compound is a 5HT2A antagonist.

26. A method for treating obesity comprising administering  
to a patient in need thereof a therapeutically effective  
20 amount of a compound of Claim 1, or a pharmaceutically  
acceptable salt thereof.

27. A method for treating schizophrenia comprising  
administering to a patient in need thereof a  
25 therapeutically effective amount of a compound of Claim 1,  
or a pharmaceutically acceptable salt thereof.

28. A method for treating depression comprising  
administering to a patient in need thereof a  
30 therapeutically effective amount of a compound of Claim 1,  
or a pharmaceutically acceptable salt thereof.